

CRP SERVICES, LLC  
13335 Noel Road, Suite 1825  
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Former Chief Restructuring Officer for the  
Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:** ) **Chapter 11**  
 )  
**GENERAL MEDIA, INC., et al.** ) **Case No. 03-15078 (SMB)**  
 )  
**Debtors.** ) **(Jointly Administered)**  
 )

**APPLICATION OF CRP SERVICES, LLC AS INDEPENDENT  
CONTRACTOR PROVIDING MANAGEMENT SERVICES FOR THE  
DEBTORS AND DEBTORS IN POSSESSION FOR FINAL ALLOWANCE AND  
AWARD OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR SERVICES RENDERED DURING THE PERIOD  
AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

Name of applicant:	CRP Services, LLC
Authorized to provide professional services to:	Debtors and Debtors in Possession
Date of retention:	October 9, 2003, <u>nunc pro tunc</u> to August 12, 2003
Period for which Compensation and Reimbursement is sought:	August 12, 2003 through December 19, 2003
Amount of compensation sought as actual, reasonable and necessary:	\$1,046,436.00
Amount of reimbursement sought as actual, reasonable and necessary:	\$170,326.63

This is a final fee application.

**GENERAL MEDIA, INC., ET AL.  
CRP SERVICES, LLC  
COMPENSATION BY PROJECT CATEGORY FOR THE  
PERIOD AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

<b>Category</b>	<b>Hours</b>	<b>Net Totals</b>
Cash Management	472.35	187,396.41
Creditor Mgmt/Communications	347.77	141,304.67
Case Admin and Management	135.98	56,007.50
Operations Mgmt/Analysis	776.60	310,373.50
Disclosure Statement and Plan of Reorganization	218.73	76,820.00
Asset Sales	456.87	152,410.41
Fee Applications	32.13	13,151.00
Travel	550.60	108,972.51
<b>Net Totals</b>	<b>2,991.03</b>	<b>\$1,046,436.00</b>

**GENERAL MEDIA, INC., ET AL.  
CRP SERVICES, LLC  
FEE SUMMARY**

**AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

<b>Name</b>	<b>Reg. Hours</b>	<b>Reg. Rate</b>	<b>Regular Fees</b>	<b>Travel Hours</b>	<b>Travel Rate</b>	<b>Travel Fees</b>	<b>Total Hours</b>	<b>Blended Rate</b>	<b>Total Fees</b>
<b>A. Snyder</b>	139.00	175.00	24,325.00	32.00	87.50	2,800.00	171.00	158.63	27,125.00
<b>D. Dixon</b>	778.73	390.00	303,706.00	165.00	195.00	32,175.00	943.73	355.91	335,881.00
<b>JC Crouse</b>	757.64	325.00	246,219.99	133.06	162.50	21,628.76	890.70	300.72	267,848.75
<b>S. Avila</b>	765.10	475.00	363,212.50	220.50	237.50	52,368.75	985.60	421.65	415,581.25
<b>W. Snyder</b>	0.00	475.00	0.00	0.00	237.50	0.00	0.00	475.00	0.00
<b>Grand Total</b>	<b>2,440.47</b>	<b>384.13</b>	<b>937,463.49</b>	<b>550.56</b>	<b>197.93</b>	<b>108,972.51</b>	<b>2,991.03</b>	<b>349.86</b>	<b>1,046,436.00</b>

**GENERAL MEDIA, INC., ET AL.  
CRP SERVICES, LLC  
DISBURSEMENT SCHEDULE  
AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

<b>EXPENSE DESCRIPTION</b>	<b>TOTAL</b>
Airfare	34,805.05
Ground Transportation	8,147.25
Lodging	49,140.86
Mail/Postage	883.51
Meals	12,274.12
Miscellaneous	265.05
Phone	428.90
Supplies	559.89
Attorneys' Fees	65,082.00
Admin – Credit	(1,260.00)
<b>Total</b>	<b>\$170,326.63</b>

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Former Chief Restructuring Officer for the  
Debtor and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>GENERAL MEDIA, INC., <u>et al.</u></b>	)	<b>Case No. 03-15078 (SMB)</b>
	)	
<b>Debtors.</b>	)	<b>(Jointly Administered )</b>
	)	

**APPLICATION OF CRP SERVICES, LLC AS INDEPENDENT  
CONTRACTOR PROVIDING MANAGEMENT SERVICES FOR THE  
DEBTORS AND DEBTORS IN POSSESSION FOR FINAL ALLOWANCE  
AND AWARD OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR SERVICES RENDERED DURING THE PERIOD  
AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

**TO: THE HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE**

CRP Services, LLC (“CRP” or the “Applicant”), independent contractor to General Media, Inc., et al. (the “Debtors”), for its final application (the “Application”) pursuant to 11 U.S.C. § 330, Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”); the Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on June 24, 1991 and amended April 21, 1995; and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 effective January 30, 1996 for a final allowance and award of compensation for services rendered and for reimbursement of expenses incurred in connection therewith, respectfully represents:

## **I. INTRODUCTION**

1. By this Application, CRP seeks (i) a final allowance and award of compensation for the professional services rendered by CRP as an independent contractor for the Debtors for the period from August 12, 2003 through December 19, 2003 (the “Compensation Period”) and for time spent preparing its first interim fee application, in the amount of \$1,046,436.00, representing 2991.03 hours of professional services; and (ii) reimbursement of actual and necessary expenses incurred by CRP during the Compensation Period in connection with the rendition of such professional services, as well as for attorneys’ fees incurred in connection with the preparation and prosecution of CRP’s interim and final fee applications, in the amount of \$170,326.63.

2. Although CRP believes that it is entitled to a success fee of \$350,000 pursuant to the terms of its engagement letter with the Debtors or the payment of a fee premium of equal amount in recognition of the extraordinary professional work performed by CRP in these cases, CRP has elected not to seek such a success fee or fee premium and, instead, only to request compensation for its services at the hourly rates set forth in its engagement letter.

3. This Application reflects a voluntary, courtesy fee discount of \$11,780.00.

## **II. BACKGROUND**

4. On August 12, 2003 (the “Petition Date”), the Debtors filed with this Court their voluntary petitions for relief under chapter 11 of title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”).

5. General Media, Inc. (“General Media”), one of the Debtors, is a Delaware corporation headquartered in New York, New York. As of the Petition Date, General Media, in conjunction with the other Debtors, (i) engaged in the publication and sale of men’s magazines, (ii) the sale of various adult-oriented entertainment products and services, and (iii) the licensing

of its trademarks to publishers in foreign countries and for use on various consumer products and services.

6. The Debtors have continued to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. The Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered.

7. No trustee or examiner has been appointed in these cases.

8. On August 21, 2003, the Office of the United States Trustee appointed an Official Committee of Unsecured Creditors (the "Committee").

9. On September 16, 2003, the Debtors filed their Motion Pursuant to Section 363 of the Bankruptcy Code for Authorization to Enter into an Agreement to Employ CRP Services, LLC as an Independent Contractor to Provide Management Services for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to August 12, 2003. On October 9, 2003, this Court entered its Order Pursuant to 11 U.S.C. §363 Authorizing the Debtors to Enter Into An Agreement to Employ CRP Services, LLC as an Independent Contractor to Provide Management Services for the Debtors *Nunc Pro Tunc* to August 12, 2003.

10. The Agreement for Professional Services, between General Media and CRP, dated as of August 12, 2003 (the "CRP Engagement Letter"), provides for the compensation of CRP, as follows:

4. Compensation.

a. The following rates shall apply for CRP Services professionals who will be needed to fulfill CRP Services' obligations under this Agreement:

- Scott Avila – \$475 per hour
  - Dan Dixon – \$390 per hour
  - Cooper Crouse – \$325 per hour
  - Associates – \$150 to \$200 per hour
- b. CRP Services shall charge 50% of the above hourly rates for all time expended by CRP Services professionals incurred in traveling from the professionals' place of residence to the Debtors' location.
- c. A success fee of \$350,000, to be paid in six-equal monthly installments, upon either (i) the sale of substantially all of the Debtors' assets or (ii) the confirmation of a Plan of Reorganization.
- d. CRP Services shall be reimbursed for all reasonable expenses incurred directly relating to any work undertaken hereunder. Such expenses include but are not limited to: travel, lodging, meals, equipment and vehicle rental, clerical supplies and services, and telephone, fax and photocopying charges. Requests for reimbursement of these expenses will be submitted to the Bankruptcy Court in conjunction with CRP Services' periodic fee applications.
- e. CRP Services shall seek payment of its fees and disbursements on a periodic basis in accordance with sections 330 and 331 of the Bankruptcy Code and any Orders with respect to compensation procedures entered by the Bankruptcy Court in the chapter 11 cases.

CRP Engagement Letter at 2-3. The CRP Engagement Letter also provides that "either the Debtors or CRP Services may terminate this Agreement upon ten (10) days' prior written notice to the other party, with payment due to CRP Services for services rendered and expenses incurred through the termination." Id. at 2.

11. On or about December 16, 2003, the Debtors notified CRP of their election to terminate CRP's services under the CRP Engagement Letter. The Debtor's termination letter to CRP expressly states that the termination was without cause.

12. On December 22, 2003, the Debtors filed the (i) Debtors' Joint Plan of Reorganization (the "Original Plan") and (ii) Disclosure Statement Pursuant to Section 1125 of

the Bankruptcy Code for the Debtors' Joint Plan of Reorganization (the "Original Disclosure Statement").

13. On December 24, 2003, the Debtors filed their Motion Pursuant to Section 363 of the Bankruptcy Code for Authorization to Enter into an Agreement to Employ Seneca Financial Group, Inc. ("Seneca") as an Independent Contractor to Provide Management Services for the Debtors and Debtors in Possession *Nunc Pro Tunc* to December 16, 2003. On January 15, 2004, this Court entered its order approving Seneca's retention. The agreement between Seneca and the Debtors provides for a monthly flat fee and does not provide for the payment of a success fee of any kind to Seneca.

14. On January 16, 2004, CRP filed its First Application of CRP Services, LLC as Independent Contractor Providing Management Services for the Debtors and Debtors in Possession for Interim Allowance of Compensation and Reimbursement of Expenses for Services Rendered During the Period August 12, 2003 through December 19, 2003 (the "First Interim Application"), which reserved the right of CRP to apply for a success fee in these cases.

15. Following the Objection (the "Objection") of NAFT Ventures I LLC to Interim Application of CRP Services, LLC for Allowance of Compensation and Reimbursement of Expenses, the hearing to consider the First Interim Application has been adjourned from time to time. Accordingly, no order has been entered by this Court in respect of the First Interim Application.

16. On March 3, 2004, the Debtors filed their First Amended Joint Plan of Reorganization, on April 21, 2004, the Debtors filed their Second Amended Joint Plan of Reorganization, on July 24, 2004, the Debtors filed their Third Amended Joint Plan of Reorganization and on August 12, 2004, the Debtors filed their Fourth Amended Joint Plan of Reorganization (the "Fourth Amended Plan").

17. On August 13, 2004, this Court entered its Order Under 11 U.S.C. § 1129(A) and (B) and Fed. R. Bankr. P. 3020 Confirming The Debtors' Fourth Amended Joint Plan of Reorganization.

18. Except with respect to Court approved payments, CRP has received no payment and no promises for payment from any source for services rendered in connection with these chapter 11 cases. There is no agreement or understanding between the Applicant and any other person (other than members of CRP) for the sharing of compensation to be received for the services rendered in connection with these chapter 11 cases.

19. As stated in the Affirmation of T. Scott Avila, annexed hereto as Exhibit "A," all of the services for which final compensation is sought herein were rendered for or on behalf of the Debtors solely in connection with these chapter 11 cases.

20. Pursuant to the Administrative Fee Order, during this Compensation Period, CRP served on the Debtors and the other notice parties identified therein, CRP's (i) monthly fee statement, dated October 15, 2003, for services rendered during the period of August 12, 2003 through August 31, 2003 in the amounts of \$167,219.75 for fees and \$21,564.22 for expenses (the "August Monthly Fee Statement"); (ii) monthly fee statement, dated October 15, 2003, for services rendered during the period September 1, 2003 through September 30, 2003 in the amounts of \$311,078.25 for fees and \$25,386.01 for expenses (the "September Monthly Fee Statement"); (iii) monthly fee statement, dated November 12, 2003, for services rendered during the period October 1, 2003 through October 31, 2003 in the amounts of \$251,578.87 for fees and \$26,317.31 for expenses (the "October Monthly Fee Statement"); (iv) monthly fee statement, dated December 10, 2003, for services rendered during the period November 1, 2003 through November 30, 2003 in the amounts of \$183,230.25 for fees and \$17,499.40 for expenses (the "November Monthly Fee Statement"); (v) monthly fee statement, dated January 6, 2003, for

services rendered during the period December 1, 2003 through December 19, 2003 in the amounts of \$125,003.88 for fees and \$16,935.55 for expenses (the “December Monthly Fee Statement”) (the “December Monthly Fee Statement” and, together with the August Monthly Fee Statement, the September Monthly Fee Statement, the October Monthly Fee Statement, and the November Monthly Fee Statement, the “Monthly Fee Statements”).

21. Pursuant to the Administrative Fee Order, as of the date of this Application, CRP has received payment of 80% of the fees requested and 100% of the expense reimbursements requested with respect to each of its Monthly Fee Statements.

### **III. JURISDICTION**

22. This Court has jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory predicate for the relief sought herein is section 330 of the Bankruptcy Code and Bankruptcy Rules 2002(a) and 2016.

### **IV. SUMMARY OF SERVICES RENDERED**

23. Beginning August 12, 2003 and continuing during the Compensation Period, CRP rendered professional services to the Debtors as requested and as necessary and appropriate in these cases. The variety and complexity of the issues in these chapter 11 cases and the need to act or respond to such issues on an expedited basis in furtherance of the Debtors’ needs required the expenditure of substantial time by CRP personnel, on an as-needed basis.

24. CRP maintains written records of the time expended by its personnel in the rendition of their professional services to the Committee. CRP’s time records were contemporaneously made with the rendition of services by the person rendering such services. A compilation showing the name of the CRP professional, the date on which the services were performed, a description of the services rendered, and the amount of time spent in performing the

services during the Compensation Period, and during the course of CRP's preparation of this Application, is annexed hereto as Exhibit "B." Attached hereto as Exhibit "C" is a schedule of the hours expended by the professionals during the Compensation Period and during the course of preparing this Application, their normal hourly rates, and the value of their services.

25. CRP also maintains records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of its professional services, all of which also are available for inspection. A schedule of the categories of expenses and amounts for which reimbursement is requested is annexed hereto as Exhibit "D".

26. CRP respectfully submits that the professional services that it rendered on behalf of the Debtors were necessary and appropriate and have directly contributed to the effective administration of these chapter 11 cases.

27. The following summary of services rendered during the Compensation Period is not intended to be a detailed description of the work performed, as those day-to-day services and the time expended in performing such services are fully set forth in Exhibit "B". Rather, it is merely an attempt to highlight certain of those areas in which services were rendered for the Debtors, as well as to identify some of the problems and issues that CRP was required to address.

(i) Treasury Management

28. CRP assumed the responsibility for all of the Debtors' treasury operations. In this capacity CRP was responsible for all the Debtors' activities with respect to the Financing Agreement, dated as of August 14, 2003 between the Debtors, the lenders party thereto and certain other parties (along with all amendments thereto, the "DIP Credit Facility"), critical vendor and trade vendor management, cash management, and financial reporting.

29. For example, CRP prepared the weekly and monthly financial reporting information required under the DIP Credit Facility as well as additional information requested by

the lenders thereunder and the Committee's advisors. The financial reporting information served as the primary analytical tool for the Debtors' creditor constituents and their professionals in analyzing the Debtors' operations. This information included, among other things, (i) weekly cash reports, including cash flow projections and a discussion of the assumptions supporting such projections, (ii) weekly variance reporting, including schedules and narratives describing the Debtors' performance against the covenants and budget incorporated in the DIP Credit Facility, and (iii) monthly reporting packages, including comprehensive income statements, balance sheets, and income statement analysis.

30. CRP also analyzed and negotiated a settlement with the Debtors' distributor which had terminated monthly cash advances to the Debtors. The monthly cash advances were the primary source of cash for the Debtors' business and without these customary advances, the Debtors would have been required to convert the case to a chapter 7 proceeding. The successful settlement with the distributor thwarted a motion to convert the case to a chapter 7 proceeding filed by the Committee. CRP also established a treasury management system with a new financial institution after the termination of the Debtors' cash management relationship with its pre-petition bank.

31. In addition, CRP (i) prepared the underlying analysis supporting the Debtors' critical vendor program and managed the payments under this program (resulting in significant savings to the estate), (ii) was actively involved in all discussions and negotiations with key trade vendors for the provision of goods and services to the Debtors on a post-petition basis, (iii) negotiated agreements with trade vendors that provided the vendors with necessary assurances that they would be paid post-petition, resulting in the provision of critical post-petition supplies for the operation of the Debtors' business and (iv) negotiated with certain key trade vendors in

order to enter into an assignment agreement which resulted in substantial increases in post-petition working capital available to the Debtors.

(ii) Creditor Management and Communications

32. CRP's professionals were involved in all day-to-day operating activities of the Debtors' business. CRP was also involved in the management of all cash management reporting requirements under the DIP Credit Facility, as well as the restructuring process itself. In such capacity, CRP communicated frequently with the lenders under the DIP Credit Facility, the Committee, the Committee's counsel, the Committee's advisors and the Debtors' trade vendors regarding, (i) the reporting requirements mandated under the DIP Credit Facility and (ii) the Debtors' operating performance, the progress of the sales process and the development of the Original Plan. CRP also had responsibility for (i) managing meetings and negotiations with the Debtors' primary trade creditors regarding monthly cash advances and (ii) reestablishing constructive relationships with vendors that provided critical products and services including but not limited to, paper and printing suppliers, magazine distribution, video distribution, credit card processing, insurance and circulation reporting and analysis.

(iii) Case Management and Administration

33. CRP was involved in all management and administrative aspects of the Debtors' bankruptcy proceedings. CRP's responsibilities in this area included, but were not limited to (i) preparation of all first day orders, (ii) preparation of the Debtors' statement of financial affairs and all associated bankruptcy schedules, (iii) preparation of the monthly operating reports for all nine Debtor entities, (iv) attendance at various court hearings and meetings, (v) review of various court filings, (vi) planning and execution of the accounting transition between pre-petition and post-petition activity, (vii) public relations activities, including interviews with the press and development of press releases, and (viii) resolving reclamation and breach of contract claims.

(iv) Operations Management & Analysis

34. Pursuant to the demands of the lenders under the DIP Credit Facility, CRP was required to manage all aspects of the management and operations of the Debtors' business. Accordingly, CRP managed the day-to-day operations of the Debtors' business and restructuring activities while working to improve the Debtors' profitability.

35. Day-to-Day Management of the Debtors' Business. Beginning on the Petition Date, CRP's activities included, but were not limited to, (i) developing and implementing a management system that provided the Debtors' senior management team with a means of addressing numerous issues associated with day-to-day operating activities, various profit improvement programs, and the global restructuring of the Debtors' organization, (ii) reestablishing a consistent publishing schedule for the Debtors' publications in order to improve the Debtors' liquidity, (iii) securing the reinstatement of health and general business insurance, (iv) negotiating certain agreements with the Debtors' video distributor which resulted in the receipt of \$180,000, (v) identifying a new vendor that could facilitate continued subscriber processing, ensuring approximately \$100,000 in weekly cash receipts, (vi) reestablishing relationships with third party advertising research companies which supply data critical for the continuation of the Debtors' advertising revenue, (vii) resolving conflicts over the post-petition use of copyrighted materials with photographers, cartoonist and writers, facilitating the Debtors' access to critical content for use in the Debtors' business, (viii) implementing policies and procedures concerning the release of copyrighted materials to international licensees, ensuring a continuing revenue stream from the Debtors' international publications, (ix) facilitating the Debtors' continued web site presence, allowing for associated cash receipts of \$100,000 per week, and (x) negotiating assignment agreements between the Debtors' magazine distributor and

its critical printers and paper suppliers that allowed for the Debtors' publications to continue to be produced.

36. Profit Improvement/Restructuring. Following a 39% decline in the Debtors' publications' domestic average monthly newsstand circulation between 1997 and 2002, and an associated decline in revenues, CRP commenced various actions to improve the profitability of the Debtors' operations, which included, among other things, (i) implementing certain modifications to production processes that will save the Debtors \$1.4M per year, (ii) analyzing publication profitability and other factors to maximize profits and cash flow, (iii) reducing warehousing expenses through facility consolidation, (iv) restructuring the Debtors' Internet operations, resulting in annualized savings of \$200,000, (v) analyzing the profitability of the Debtors' third-party audio text, Internet, video production and video distribution relationships and identifying alternatives to improve profitability in each area, (vi) analyzing and rejecting certain equipment leases in order to reduce future liabilities by over \$185,000, (vii) developing and implementing certain DVD marketing initiatives to increase the circulation of the Debtors' publications, (viii) reestablishing web-hosting services with a lower cost service provider generating annualized savings in excess of \$400,000, (ix) identifying alternative locations for the Debtors' corporate offices that will reduce annual operating expenses by \$1.2 million, and (x) developing a plan for the comprehensive restructuring of the Debtors' business, resulting in multiple offers to purchase the Debtors' assets in excess of the price originally anticipated by the key parties in interest.

(v) Original Disclosure Statement and Original Plan of Reorganization

37. CRP was actively involved in the preparation of the Debtors' Original Plan and Original Disclosure Statement. Among other things, CRP was involved in, (i) developing a detailed liquidation analysis for all of the Debtors' entities individually and on a consolidated

basis and preparing text to be included in the Original Disclosure Statement referencing such liquidation analysis, (ii) performing an analysis to identify the characteristics of an optimal convenience class of creditors for inclusion in the Original Plan, (iii) analyzing all classes of claims and estimating the amount of allowed claims in each creditor class, (iv) attending various meetings and telephone conversations with key parties in interest in order to formulate the Original Plan, (v) developing detailed financial projections that supported the feasibility of the reorganization, (vi) analyzing executory contracts and unexpired leases, and (vii) compiling operating data to be included in the Debtors' Original Disclosure Statement.

(vi) Asset Sales

38. CRP conducted a comprehensive sales process to market the Debtors' assets, which included, among other things, (i) contacting approximately 89 potential strategic and financial buyers in the US, Europe and Asia, (ii) developing a preliminary offering memorandum, (iii) distributing and negotiating confidentiality agreements, which were executed by 31 parties, (iv) compiling, digitizing and distributing due diligence materials, (v) developing detailed financial projections of the restructured business, (vi) responding to additional due diligence requests for information and (vii) coordinating multiple on-site visits by parties interested in purchasing the Debtors' assets. The process resulted in multiple parties interested in purchasing the Debtors' assets at a valuation in excess of the minimum price originally envisioned by the Debtors or their creditors. Although the key parties in interest originally expected that priority and general unsecured claims would receive no recovery and that the Debtors' secured noteholders would obtain a *de minimis* recovery, an auction process run by CRP identified parties willing to compete over the Debtors' assets and led to the proposal of successive plans of reorganization, finally resulting in the Debtors' proposal of the Fourth

Amended Plan, recently confirmed by the Court, which provides a 100% recovery to general unsecured creditors.

(vii) Application To Employ & Fee Applications

39. This category reflects time incurred by CRP's professionals in preparing the retention application submitted on their behalf, for time incurred in the preparation and filing of five monthly fee notices during the Compensation Period for the months of August, September, October, November and December, 2003 and for the time incurred in preparation of the First Interim Application.

40. As noted above, the foregoing descriptions of the services rendered by CRP on behalf of the Debtors during the Compensation Period are not intended to be exhaustive. Rather, the information provided above has been included to enable parties in interest to have a general understanding of the scope and extent of the services performed by CRP during the Compensation Period, and CRP respectfully requests such parties review the attached time records and supporting documentation for a complete recitation of the services performed by CRP on behalf of the Debtors and their creditors.

**V. FACTORS TO BE CONSIDERED IN AWARDING PROFESSIONAL FEES**

41. The factors to be considered in awarding professional fees have been enumerated in In re First Colonial Corporation of America, 544 F.2d 1291, 1298-99 (5th Cir.), reh'g denied, 547 F.2d 573, cert. denied, 431 U.S. 904 (1977), and have been adopted by most courts. CRP respectfully submits that a consideration of these factors should result in this Court's allowance and award of the full compensation sought.

(A) The Time and Labor Required. The professional services rendered by CRP on behalf of the Debtors required the continuous expenditure of substantial time and effort, under significant time pressures. The services

rendered required a high degree of professional competence and expertise in order to be administered with skill and dispatch.

(B) The Novelty and Difficulty of Questions. In these cases, as in all others in which the Applicant is involved, CRP's creative approach helped clarify and resolve a number of complex and novel issues.

(C) The Skill Requisite to Perform Professional Services Properly. CRP believes that its recognized expertise in the area of corporate reorganization, its ability to draw from its highly experienced professionals, and its creative approach to the resolution of issues contributed to the success of the Debtors' reorganization efforts.

(D) The Preclusion of Other Employment by Applicant Due to Acceptance of the Case. These cases consumed a tremendous amount of professional time and CRP's work for the Debtors precluded its acceptance of additional engagements.

(E) The Customary Fee. CRP respectfully submits that the fees sought herein are reasonable given the magnitude and complexity of these chapter 11 cases and the time expended in attending to the representation of the Debtors, and is commensurate with the monthly fee CRP has been awarded in other cases in which a success fee was agreed to between the parties, as well as with monthly fees charged by other management consultants of comparable experience in cases in which a success fee was anticipated.

(F) Whether the Fee is Fixed or Contingent. Pursuant to section 330 of the Bankruptcy Code, all fees sought by formally retained professionals in

these cases are contingent pending final approval by this Court, and are subject to adjustment dependent upon the services rendered and the results obtained.

(G) Time Limitations Imposed by Client or Other Circumstances. As already indicated, CRP attended to certain issues arising in these chapter 11 cases in compressed and urgent time periods.

(H) The Amount Involved and Results Obtained. CRP's active participation in these cases, as discussed, greatly contributed to the prospect of a successful plan of reorganization and creditor recoveries far in excess of those originally anticipated by parties in interest.

(I) The Experience, Reputation and Ability of the Professionals. CRP has a sophisticated financial restructuring practice and is playing and has played a major role in numerous cases of national import. CRP's experience enabled it to perform the services described herein competently and expeditiously.

(J) The "Undesirability" of the Case. These cases are not undesirable.

(K) Nature and Length of Professional Relationship. CRP was retained as of August 12, 2003. The Court entered an order on October 9, 2003, authorizing the Debtors to employ CRP, nunc pro tunc to August 12, 2003. CRP rendered services continuously to the Debtors between August 12, 2003 through the balance of the Compensation Period, as necessary and appropriate.

## **VI. ALLOWANCE OF COMPENSATION**

42. The professional services rendered by CRP required a high degree of professional competence and expertise so that the numerous issues confronting the Debtors could be addressed with skill and dispatch and have, therefore, required the expenditure of substantial time and effort. It is respectfully submitted that the services rendered to the Debtors were

performed efficiently, effectively and economically, and the results obtained have benefited not only the Debtors, but also the Debtors' estates and creditors.

43. With respect to the level of compensation, 11 U.S.C. § 330(a)(1) provides, in pertinent part, that the Court may award to a professional person:

reasonable compensation for actual, necessary services rendered ...

44. Section 330(a)(3)(A), in turn, provides that

In determining the amount of reasonable compensation to be awarded, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. §330(a)(3)(A). The clear Congressional intent and policy expressed in this statute is to provide for adequate compensation in order to continue to attract qualified and competent professionals to serve in bankruptcy cases.

45. The total time spent by CRP professionals during the Compensation Period was 2,991.03 hours. The work involved and, thus, the time expended, was carefully assigned in light of the experience and expertise required for a particular task.

46. As shown by this Application and supporting documents, CRP spent its time economically and without unnecessary duplication of time. As noted above, attached hereto as Exhibit "C" is a schedule of the hours expended by the professionals during the Compensation

Period and during the course of preparing this Application, their normal hourly rates, and the value of their services.

47. CRP incurred actual out-of-pocket expenses in connection with the rendition of professional services to the Debtors, as well as the preparation and prosecution of the First Interim Application, in the amount of \$170,326.63 for which CRP respectfully requests reimbursement in full. This amount reflects (i) a \$2,457.86 downward billing adjustment and (ii) a \$1,260.00 administrative credit.<sup>1</sup> The disbursements and expenses have been incurred in accordance with CRP's normal practice of charging clients for expenses clearly related to and required by particular matters and at CRP's actual cost. CRP has endeavored to minimize these expenses to the fullest extent possible. For example, CRP typically (i) booked airfare in advance, on discount airlines and (ii) booked hotels at a corporate discount rate.

48. As noted above, no agreement or understanding exists between CRP and any other person for the sharing of any compensation to be received for professional services rendered or to be rendered in connection with these chapter 11 cases.

49. No prior application has been made in this Court or in any other court for the final relief requested herein.

WHEREFORE, CRP respectfully requests that this Court enter an order, in the form attached hereto as Exhibit "E":

(a) approving and granting final allowance and an award of \$1,046,436.00 for compensation for professional services rendered to the Debtors during the period from August

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<sup>1</sup> One of the Debtors' independent contractors provided administrative support for CRP from time to time, for non-Debtor related tasks. The administrative assistant maintained records for the hours billed on behalf of CRP, totaling \$1,260.00

12, 2003 through and including December 19, 2003, as well as compensation for the performance of professional services during the course of preparing the First Interim Application;

- (b) approving and granting final reimbursement of CRP's out-of-pocket expenses incurred in connection with the rendering of such services during the period August 12, 2003 through and including December 19, 2003, as well as the preparation and prosecution of the First Interim Application and this Application, in the amount of \$170,326.63 and such additional expenses, including legal fees, as shall be incurred by CRP in connection with the preparation and prosecution of this Application.
- (c) authorizing and directing the Debtors to pay the fees and expenses awarded; and
- (d) granting such other and further relief as this Court may deem just and proper.

Dated: October 22, 2004

Respectfully submitted,

**CRP, LLC**

By: */s/ T. Scott Avila*  
T. Scott Avila (Managing Partner)

CRP Services, LLC  
13335 Noel Road, Suite 1825  
Dallas, TX 75240  
(972) 702-7333 (Telephone)  
(972) 702-7334 (Facsimile)

Former Chief Restructuring Officer  
for the Debtors and Debtors in Possession

# EXHIBIT A

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

<b>In Re:</b>	<b>) In Proceedings Under Chapter 11</b>
	<b>)</b>
<b>GENERAL MEDIA, INC., et al.</b>	<b>) Case No. 03-15078 (SMB)</b>
	<b>)</b>
<b>Debtors.</b>	<b>) (Jointly Administered)</b>
	<b>)</b>

**AFFIRMATION**

T. Scott Avila respectfully states and affirms:

1. I am a managing partner of CRP Services, LLC (“CRP”), which maintains offices at 13335 Noel Road, Suite 1825, Dallas, TX 75240.
2. CRP provided independent contractor services in these Chapter 11 cases for the Debtors.
3. This affirmation is submitted pursuant to Rule 2016(a) of the Federal Rules of Bankruptcy Procedure in support of CRP’s application for final allowance and award of compensation and for the reimbursement of expenses for services rendered during the period from August 12, 2003 through December 19, 2003 in the aggregate amount of \$ 1,216,762.63.
4. All services for which compensation is requested by CRP are professional services performed for and on behalf of the above-captioned Debtors and not on behalf of any other person.
5. In accordance with 18 U.S.C. § 155, neither I nor any member, associate or other employee of CRP has entered into any agreement, express or implied, with any other party in interest for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the Debtors’ estates.
6. In accordance with Section 504 of title 11 of the United States Code (the “Bankruptcy Code”), no agreement or understanding exists between me, CRP, or any member, associate or other employee thereof, on the one hand, and any other person, on the other hand, for the division of such compensation as CRP may receive for services rendered in connection with these cases, nor will any

division of fees prohibited by section 504 of the Bankruptcy Code be made by me or any partner, counsel or associate of my firm.

Dated: October 22, 2004

*/s/ T. Scott Avila*

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T. Scott Avila (Managing Partner)

CRP Services, LLC

Former Chief Restructuring Officer for the  
Debtors and Debtors in Possession

# **EXHIBIT B**

**GENERAL MEDIA, INC., ET AL.  
CRP SERVICES, LLC**  
**COMPENSATION BY PROJECT CATEGORY FOR THE**  
**PERIOD AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

<b>Category</b>	<b>Hours</b>	<b>Net Totals</b>
Cash Management	472.35	187,396.41
Creditor Mgmt/Communications	347.77	141,304.67
Case Admin and Management	135.98	56,007.50
Operations Mgmt/Analysis	776.60	310,373.50
Disclosure Statement and Plan of Reorganization	218.73	76,820.00
Asset Sales	456.87	152,410.41
Fee Applications	32.13	13,151.00 <sup>1</sup>
Travel	550.60	108,972.51
<b>Net Totals</b>	<b>2,991.03</b>	<b>\$1,046,436.00</b>

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<sup>1</sup> Reflects time dedicated to the preparation of this fee application.

Date	Name	Activity	Description	Time	Rate	Fee
08/12/03	D. Dixon	Case Admin & Mgmt	Review 1st day motions regarding insurance, confirm amounts.	0:30	390.00	195.00
		Total				
08/12/03	S. Avila	Case Admin & Mgmt	Meeting with GMI management team re: discuss filing of BK petition	0:48	475.00	380.00
		Total				
08/12/03	S. Avila	Case Admin & Mgmt	Meeting with GMI employees re: BK filing	1:18	475.00	617.50
		Total				
08/12/03	S. Avila	Case Admin & Mgmt	Review various motions and affidavits re: BK filing	3:00	475.00	1,425.00
		Total				
08/12/03	S. Avila	Case Admin & Mgmt	Discussions with L. Sutter (GMI) re: completion of BK motions required to file BK petition.	0:36	475.00	285.00
		Total				
08/13/03	JC Crouse	Case Admin & Mgmt	Work on summarizing actions from interim hearing	1:00	325.00	325.00
		Total				
08/13/03	JC Crouse	Case Admin & Mgmt	Address open issues from Hearing - Trustee question on employment application, double check employee disbursements less than \$4650, Tax schedules for each entity and Florida bank balances	1:30	325.00	487.50
		Total				
08/13/03	S. Avila	Case Admin & Mgmt	Prepare for and attend First Day Court Hearings	5:30	475.00	2,612.50
		Total				
08/13/03	S. Avila	Case Admin & Mgmt	Review operating instructions from the UST.	0:24	475.00	190.00
		Total				
08/18/03	D. Dixon	Case Admin & Mgmt	Review US Trustee reporting requirements. Review reporting formats for monthly reporting.	0:30	390.00	195.00
		Total				
08/19/03	D. Dixon	Case Admin & Mgmt	Gather information needed for US Trustee meeting.	0:15	390.00	97.50
		Total				
08/19/03	D. Dixon	Case Admin & Mgmt	Organizational meeting at the US Trustee office	1:00	390.00	390.00
		Total				
08/19/03	D. Dixon	Case Admin & Mgmt	Meeting with Larry S., Rob F. and Scott A. regarding bankruptcy issues.	1:30	390.00	585.00
		Total				
08/19/03	S. Avila	Case Admin & Mgmt	Discussions with L. Sutter (GMI) re: Executory contracts;	0:24	475.00	190.00
		Total				
08/19/03	S. Avila	Case Admin & Mgmt	Draft correspondence to R. Feinstein (PSZYJW) re: CRP retention documents.	0:12	475.00	95.00
		Total				
08/20/03	D. Dixon	Case Admin & Mgmt	Research and print bankruptcy schedules that will need to be prepared	0:15	390.00	97.50
		Total				
08/20/03	S. Avila	Case Admin & Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: CRP retention.	0:06	475.00	47.50
		Total				
08/20/03	S. Avila	Case Admin & Mgmt	Draft correspondence to R. Feinstein (PSZYJW) re: CRP retention	0:06	475.00	47.50
		Total				
08/20/03	S. Avila	Case Admin & Mgmt	Draft correspondence to R. Feinstein (PSZYJW) re: Filing requirements	0:06	475.00	47.50
		Total				
08/25/03	S. Avila	Case Admin & Mgmt	Review and revise CRP contract and application to employ pursuant to issues raised by the UST.	0:48	475.00	380.00
		Total				
08/25/03	S. Avila	Case Admin & Mgmt	Draft correspondence to M. Bove (PSZYJW) re: CRP retention.	0:06	475.00	47.50
		Total				
08/26/03	S. Avila	Case Admin & Mgmt	Meeting with R. Feinstein re: call with UST regarding CRP application to employ; Curtis Stipulation.	1:00	475.00	475.00
		Total				
08/29/03	D. Dixon	Case Admin & Mgmt	Meet with Richard to go over needed information for completing the bankruptcy schedules.	0:20	390.00	130.00
		Total				
08/29/03	S. Avila	Case Admin & Mgmt	Review correspondence from D. Dixon (CRP) re: UST fees.	0:12	475.00	95.00
		Total				
08/29/03	S. Avila	Case Admin & Mgmt	Draft correspondence D. Dixon (CRP) re: Trustee fees	0:06	475.00	47.50
		Total				
09/02/03	S. Avila	Case Admin & Mgmt	Discussions with L. Sutter (GMI) re: Executory contracts	0:18	475.00	142.50
		Total				
09/02/03	S. Avila	Case Admin & Mgmt	Draft correspondence to L. Sutter (GMI) re: potential litigation issue.	0:06	475.00	47.50
		Total				

Date	Name	Activity	Description	Time	Rate	Fee
09/02/03	S. Avila	Case Admin & Mgmt	Draft correspondence to R. Feinstein (GMI) re: various BK and operating issues.	0:12	475.00	95.00
		Total				
09/03/03	JC Crouse	Case Admin & Mgmt	Conference call with Pachulski - SA, DD, JCC, RF, MB - to review debtor issues and restructuring plans	1:30	325.00	487.50
		Total				
09/03/03	S. Avila	Case Admin & Mgmt	Discussions with R. Galloway (GMI) re: proof of insurance for closing DIP financing.	0:24	475.00	190.00
		Total				
09/03/03	S. Avila	Case Admin & Mgmt	Discussions with L. Sutter (GMI) re: preparation of executory contract schedule	0:18	475.00	142.50
		Total				
09/17/03	S. Avila	Case Admin & Mgmt	Travel to and attend Court Hearing re: Final DIP hearing.	4:30	475.00	2,137.50
		Total				
09/18/03	D. Dixon	Case Admin & Mgmt	Download and review motions filed in the case since petition date.	0:30	390.00	195.00
		Total				
09/18/03	S. Avila	Case Admin & Mgmt	Review correspondence from J Noelia (PSZYJW) re: misc. bankruptcy filings.	0:30	475.00	237.50
		Total				
09/22/03	S. Avila	Case Admin & Mgmt	Review and revise executory contract summary schedule	0:36	475.00	285.00
		Total				
09/26/03	D. Dixon	Case Admin & Mgmt	Review and distribute US Trustee reporting requirements with A. Maniscalco, K. Fuchs, and S. Herman	0:40	390.00	260.00
		Total				
09/30/03	D. Dixon	Case Admin & Mgmt	Review and print copies of the forms to be filed with the US Trustee	0:15	390.00	97.50
		Total				
10/01/03	D. Dixon	Case Admin & Mgmt	Preparation of the bankruptcy schedules.	0:30	390.00	195.00
		Total				
10/02/03	D. Dixon	Case Admin & Mgmt	Phone conference with Pachulski and Garden City people to coordinate bankruptcy schedules completion.	0:10	390.00	65.00
		Total				
10/02/03	JC Crouse	Case Admin & Mgmt	Transportation and attend hearing on final DIP, Curtis Stipulation and conversion motion	3:30	325.00	1,137.50
		Total				
10/06/03	D. Dixon	Case Admin & Mgmt	Gather data and complete questionnaire forms for General Media, Inc., General Media Communications, Inc., General Media Entertainment, Inc., General Media (UK), LTD., GMCI Internet Operations, Inc., GMI On-Line Ventures, LTD., Penthouse Images Acquisitions, Inc. and pure Entertainment Telecommunications, Inc.	7:00	390.00	2,730.00
		Total				
10/06/03	S. Avila	Case Admin & Mgmt	Review various bankruptcy motions filed with the Court.	5:00	390.00	1,950.00
		Total				
10/07/03	D. Dixon	Case Admin & Mgmt	Add revisions to the monthly US Trustee reporting models.	0:48	475.00	380.00
		Total				
10/07/03	D. Dixon	Case Admin & Mgmt	Respond to questions regarding bankruptcy schedules.	0:56	390.00	364.00
		Total				
10/07/03	D. Dixon	Case Admin & Mgmt	Review litigation requirements with L. Sutter (GMI) for inclusion in bankruptcy schedules.	0:42	390.00	273.00
		Total				
10/07/03	S. Avila	Case Admin & Mgmt	Review various motions and orders filed with the Bankruptcy Court.	0:12	390.00	78.00
		Total				
10/13/03	D. Dixon	Case Admin & Mgmt	Telephone conversation with S. Avila (CRP) re: GMI schedules, MOR and Statement of Financial Affairs.	0:24	475.00	190.00
		Total				
10/13/03	D. Dixon	Case Admin & Mgmt	Complete monthly operating reports (MORs) for the 9 entities that filed plus a consolidated. Review and print out. Summarize items needing additional follow up. Distribute to Avila and Feinstein.	0:30	390.00	195.00
		Total				
10/13/03	S. Avila	Case Admin & Mgmt	Telephone conversation with D. Dixon (CRP) re: GMI schedules, MOR and Statement of Financial Affairs.	12:00	390.00	4,680.00
		Total				
				0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
10/14/03	D. Dixon	Case Admin & Mgmt	Telephone conversation with S. Avila (CRP) re: Bankruptcy Schedules and Statement of Financial Affairs.			
		Total		0:24	390.00	156.00
10/14/03	D. Dixon	Case Admin & Mgmt	Review additional data needs for monthly operating reports with B. Vazoulas and A. Maniscalco.	1:00	390.00	390.00
		Total				
10/14/03	D. Dixon	Case Admin & Mgmt	Revise, finalize and distribute monthly operating reports for all 9 entities plus the consolidated.	7:30	390.00	2,925.00
		Total				
10/14/03	S. Avila	Case Admin & Mgmt	Telephone conversation with D. Dixon (CRP) re: Bankruptcy Schedules and Statement of Financial Affairs.			
		Total		0:24	475.00	190.00
10/14/03	S. Avila	Case Admin & Mgmt	Review correspondence from D. Dixon (CRP) re: Monthly operating reports	0:54	475.00	427.50
		Total				
10/15/03	D. Dixon	Case Admin & Mgmt	Follow up with Garden City regarding SoFA's and bankruptcy schedules.	0:12	390.00	78.00
		Total				
10/15/03	D. Dixon	Case Admin & Mgmt	Follow up with Pachulski regarding submission of monthly operating reports	0:12	390.00	78.00
		Total				
10/15/03	D. Dixon	Case Admin & Mgmt	Review and provide revisions to the bankruptcy schedules and Schedules of Financial Affairs for all of the entities that filed for bankruptcy on 8/12/03.	4:18	390.00	1,677.00
		Total				
10/15/03	D. Dixon	Case Admin & Mgmt	Revise monthly operating reports and resubmit to Pachulski for filing.	0:42	390.00	273.00
		Total				
10/15/03	S. Avila	Case Admin & Mgmt	Review correspondence from D. Dixon (CRP) re: schedules and SoFA.	0:12	475.00	95.00
		Total				
10/20/03	D. Dixon	Case Admin & Mgmt	Attend and provide testimony at the 341 hearing.			
		Total		1:00	390.00	390.00
10/20/03	D. Dixon	Case Admin & Mgmt	Gather information requested by US Trustee in preparation of the 341 hearing.	0:36	390.00	234.00
		Total				
10/20/03	D. Dixon	Case Admin & Mgmt	Prepare for 341 hearing with US Trustee, secure copies of documents including tax returns, DIP checks etc.			
		Total		0:42	390.00	273.00
10/20/03	D. Dixon	Case Admin & Mgmt	Review material for 341 hearing with S. Avila and L. Sutter			
		Total		0:42	390.00	273.00
10/20/03	S. Avila	Case Admin & Mgmt	Review and revise Bankruptcy schedules and Statements of Financial Affairs for the various debtor entities;			
		Total		1:24	475.00	665.00
10/20/03	S. Avila	Case Admin & Mgmt	Review and revise Bankruptcy Schedules and Statements of Financial Affairs.			
		Total		1:30	475.00	712.50
10/20/03	S. Avila	Case Admin & Mgmt	Review information required for 341 meeting.			
		Total		0:36	475.00	285.00
10/20/03	S. Avila	Case Admin & Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: preparation for 341 meeting.			
		Total		0:36	475.00	285.00
10/20/03	S. Avila	Case Admin & Mgmt	Travel to and attend GMI's 341 meeting.			
		Total		2:30	475.00	1,187.50
10/21/03	D. Dixon	Case Admin & Mgmt	Meeting with C. Crouse to secure additional data for BK schedules			
		Total		0:06	390.00	39.00
10/21/03	D. Dixon	Case Admin & Mgmt	Coordinate schedule revisions with Garden City and R. Feinstein.			
		Total		0:18	390.00	117.00
10/21/03	D. Dixon	Case Admin & Mgmt	Phone conversation and email exchange with B. Keane (Garden City) regarding schedules and resolution of related issues.			
		Total		0:18	390.00	117.00
10/21/03	D. Dixon	Case Admin & Mgmt	Phone meeting with R. Feinstein regarding schedules and other case issues.			
		Total		0:18	390.00	117.00
10/21/03	D. Dixon	Case Admin & Mgmt	Review SoFA schedules and exchange comments regarding changes and procedures with Garden City and R. Feinstein.			
		Total		0:18	390.00	117.00

Date	Name	Activity	Description	Time	Rate	Fee
10/22/03	D. Dixon	Case Admin & Mgmt Total	Create worksheets summarizing change needed for bankruptcy schedules for all 9 entities. Send complete product to Garden City.	5:30	390.00	2,145.00
10/22/03	D. Dixon	Case Admin & Mgmt Total	Review bankruptcy schedules and prepare for meeting with R. Feinstein.	1:30	390.00	585.00
10/22/03	D. Dixon	Case Admin & Mgmt Total	Review of bankruptcy schedules with R. Feinstein and B. Vazoulas.	4:00	390.00	1,560.00
10/22/03	S. Avila	Case Admin & Mgmt Total	Meeting with R. Feinstein (PSZYJW), D. Dixon (CRP) and B. Vazoulas (GMI) re: review and revise Schedules and statement of financial affairs.	2:30	475.00	1,187.50
10/23/03	D. Dixon	Case Admin & Mgmt Total	Telephone conversation with S. Avila (CRP) re: preparation and review of Schedules and Statement of Financial affairs.	0:36	390.00	234.00
10/23/03	D. Dixon	Case Admin & Mgmt Total	Finalize bankruptcy reports and SoFA's	2:30	390.00	975.00
10/23/03	D. Dixon	Case Admin & Mgmt Total	Review bankruptcy schedules with B. Vazoulas and L. Sutter (GMI). Prepare summary of changes and send to Garden City.	2:48	390.00	1,092.00
10/23/03	D. Dixon	Case Admin & Mgmt Total	Review revisions to bankruptcy schedules for 6 of the entities. Summarize revisions.	3:00	390.00	1,170.00
10/23/03	D. Dixon	Case Admin & Mgmt Total	Review, research and revise schedules. Direct staff for additional data collection. Review revised reports and resubmit additional changes. Finalize reports.	5:36	390.00	2,184.00
10/23/03	S. Avila	Case Admin & Mgmt Total	Telephone conversation with D. Dixon (CRP) re: preparation and review of Schedules and Statement of Financial affairs.	0:36	475.00	285.00
10/23/03	S. Avila	Case Admin & Mgmt Total	Review correspondence from D. Dixon (CRP) re: filing of schedules and statements of financial affairs.	0:06	475.00	47.50
10/23/03	S. Avila	Case Admin & Mgmt Total	Telephone conversation with R. Feinstein (PSZYJW) re: restructuring options and schedules and statements of financial affairs.	0:12	475.00	95.00
10/24/03	D. Dixon	Case Admin & Mgmt Total	Various telephone conversations with S. Avila (CRP) re: schedules and statements of Financial affairs.	0:24	390.00	156.00
10/24/03	S. Avila	Case Admin & Mgmt Total	Various telephone conversations with D. Dixon (CRP) re: schedules and statements of Financial affairs.	0:24	475.00	190.00
10/26/03	S. Avila	Case Admin & Mgmt Total	Review an execute Bankruptcy Schedules and Statements of financial affairs and distribute to Garden City representatives.	2:30	475.00	1,187.50
10/27/03	D. Dixon	Case Admin & Mgmt Total	Review schedules and prepare summary spreadsheet for all entities.	1:06	390.00	429.00
10/29/03	D. Dixon	Case Admin & Mgmt Total	Finalize a spreadsheet that consolidates summary schedule data.	0:18	390.00	117.00
10/30/03	D. Dixon	Case Admin & Mgmt Total	Revise consolidating schedule model for all entities based on discussions with S. Avila.	0:24	390.00	156.00
11/17/03	D. Dixon	Case Admin & Mgmt Total	Review bankruptcy schedules to prepare for 341 hearing with US Trustee.	0:36	390.00	234.00
11/17/03	D. Dixon	Case Admin & Mgmt Total	Review monthly operating reports in preparation of 341 hearing with US Trustee.	0:36	390.00	234.00
12/8/03	S. Avila	Case Admin & Mgmt Total	Prepare for attend 341 meeting	1:30	475.00	712.50
12/10/03	JC Crouse	Case Admin & Mgmt Total	Travel to and from hearing on exclusivity	1:48	325.00	585.00
12/10/03	S. Avila	Case Admin & Mgmt Total	Prepare for hearing on DIP financing and exclusivity	0:24	475.00	190.00
12/10/03	S. Avila	Case Admin & Mgmt Total	Attend hearing on exclusivity and DIP financing	2:30	475.00	1,187.50

Date	Name	Activity	Description	Time	Rate	Fee
12/16/03	D. Dixon	Case Admin & Mgmt	Complete MOR's for 7 of the 8 entities - all but GM Communications.	4:00	390.00	1,560.00
		Total				
12/17/03	D. Dixon	Case Admin & Mgmt	Email B. Vazoulas regarding MOR's and Cash management issues.	0:20	390.00	130.00
		Total				
		<b>Case Admin &amp; Mgmt Total</b>		<b>135.98</b>		<b>56,007.50</b>
08/12/03	D. Dixon	Cash Mgmt	Meet with Richard G. and Jennifer W. to discuss cash reporting.	1:00	390.00	390.00
08/12/03	D. Dixon	Cash Mgmt	Meet with Donna B. to review cash collections.	0:30	390.00	195.00
08/12/03	D. Dixon	Cash Mgmt	Discuss AP reporting needs and vendor management issues with Richard G. and Jennifer W.	1:00	390.00	390.00
08/12/03	D. Dixon	Cash Mgmt	Discussions with accounting team regarding cash results and reporting model.	1:30	390.00	585.00
08/12/03	S. Avila	Cash Mgmt	Review e-mail from R. Feinstein (PSZYJW) re: DIP financing agreement;	0:18	475.00	142.50
08/12/03	S. Avila	Cash Mgmt	Review correspondence from J. Naccarato (Cerberus) re: DIP financing agreement.	0:18	475.00	142.50
08/12/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: DIP financing agreement.	0:18	475.00	142.50
08/12/03	S. Avila	Cash Mgmt	Review correspondence from L. Chervokas (SRZ) re: DIP financing agreement.	0:24	475.00	190.00
08/12/03	S. Avila	Cash Mgmt	Review cash budget and notes that support such projections.	0:30	475.00	237.50
08/13/03	D. Dixon	Cash Mgmt	Review motion for secured indebtedness and use of collateral for indebtedness.	1:00	390.00	390.00
08/13/03	D. Dixon	Cash Mgmt	Review the DIP loan agreement and highlight reporting requirements.	3:00	390.00	1,170.00
08/13/03	D. Dixon	Cash Mgmt	Discussions and exchanges regarding the additional items necessary to fund the DIP loan.	1:00	390.00	390.00
08/13/03	D. Dixon	Cash Mgmt	Create request form to use for funding. Distribute to various parties.	0:30	390.00	195.00
08/13/03	D. Dixon	Cash Mgmt	Discussions with AP staff regarding cash reporting model.	1:00	390.00	390.00
08/13/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: First Day Motions; DIP financing;	0:30	475.00	237.50
08/13/03	S. Avila	Cash Mgmt	Review revised DIP financing agreement	0:30	475.00	237.50
08/13/03	S. Avila	Cash Mgmt	Review DIP loan closing check list and discuss with C. Crouse and D. Dixon. (CRP)	1:00	475.00	475.00
08/14/03	D. Dixon	Cash Mgmt	Review DIP loan agreement and forms to be used for requesting funds. Exchange emails with lender and his attorney regarding form and requests. Prepare request for funds.	1:30	390.00	585.00
08/14/03	D. Dixon	Cash Mgmt	Discussions with S. Avila (CRP) re: DIP financing issues.	0:36	390.00	234.00
08/14/03	D. Dixon	Cash Mgmt	Discuss cash position and cash issues with Richard and Jennifer.	0:30	390.00	195.00
08/14/03	D. Dixon	Cash Mgmt	Review status of funds request, follow up on additional lender requests, seek and obtain signature for DIP loan, revamp funds request and circulate, follow up with pertinent parties.	1:00	390.00	390.00
08/14/03	D. Dixon	Cash Mgmt	Follow up on funds request. Discuss lender needs with Joe N. Contact Christine G. regarding funds request and revised loan forms. Circulate new documents to pertinent parties. Follow up on requests.	0:45	390.00	292.50
08/14/03	D. Dixon	Cash Mgmt	Follow up on funds request.	0:15	390.00	97.50
08/14/03	JC Crouse	Cash Mgmt	Review and Complete Loan Agreement Checklist	2:00	325.00	650.00

Date	Name	Activity	Description	Time	Rate	Fee
08/14/03	JC Crouse	Cash Mgmt	Develop plan for handling Paymentech - Ask for counsel advice via email	0:30	325.00	162.50
08/14/03	JC Crouse	Cash Mgmt	Investigate reasons for shortfall in Internet cash disbursements - discuss with Mike McNicholas, Bill Vazoulas. Develop plan to correct	1:00	325.00	325.00
08/14/03	S. Avila	Cash Mgmt	Telephone conversation with J. Naccarato (Cerberus) re: DIP credit facility.	0:36	475.00	285.00
08/14/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: DIP financing motion	0:24	475.00	190.00
08/14/03	S. Avila	Cash Mgmt	Meeting with C. Samel (GMI) re: staffing issues; DIP financing issues;	0:24	475.00	190.00
08/14/03	S. Avila	Cash Mgmt	Review and respond to various e-mails from R. Feinstein (PSZYJW) re: DIP financing and information requests from UST.	0:48	475.00	380.00
08/14/03	S. Avila	Cash Mgmt	Discussions with D. Dixon (CRP) re: DIP financing issues.	0:36	475.00	285.00
08/18/03	D. Dixon	Cash Mgmt	Follow up on document needs and status of DIP loan funding with respective parties.	0:15	390.00	97.50
08/18/03	D. Dixon	Cash Mgmt	Follow up on DIP loan requirements and status.	0:15	390.00	97.50
08/18/03	D. Dixon	Cash Mgmt	Discuss various bankruptcy issues relating to creditors, reporting and cash with Bill V.	0:30	390.00	195.00
08/18/03	D. Dixon	Cash Mgmt	Discussions with Jennifer to discuss handling the payment for insurance.	0:30	390.00	195.00
08/18/03	D. Dixon	Cash Mgmt	Discussions with Joe N., Rob F. and Christine C. regarding document needs for funding DIP loan.	1:00	390.00	390.00
08/18/03	D. Dixon	Cash Mgmt	Review cash collections and deposit procedure for incoming checks with Donna B.	0:30	390.00	195.00
08/18/03	D. Dixon	Cash Mgmt	Update daily cash model with new collection and payment information, review information with Donna B., Jennifer W. and Bill V.	0:30	390.00	195.00
08/18/03	D. Dixon	Cash Mgmt	Follow up on document needs for DIP loan with respective parties.	0:30	390.00	195.00
08/18/03	D. Dixon	Cash Mgmt	Follow up on DIP loan funding status and discuss open items. Send cash budget to respective parties.	0:30	390.00	195.00
08/18/03	D. Dixon	Cash Mgmt	Discussion with Frank regarding vendor payment needs. Review cash requests from Frank.	0:15	390.00	97.50
08/18/03	JC Crouse	Cash Mgmt	Print and review mtg actions with HR - Check funding status	0:30	325.00	162.50
08/18/03	JC Crouse	Cash Mgmt	Develop plan for contributors payments for August issue	0:30	325.00	162.50
08/18/03	JC Crouse	Cash Mgmt	Internet - payment and performance issues review with Mike McNicholas	0:30	325.00	162.50
08/18/03	S. Avila	Cash Mgmt	Telephone conference with R. Feinstein (PSZYJW) and C. Samel (GMI) re: production of September issues, Curtis issues, closing of DIP financing agreement.	1:00	475.00	475.00
08/18/03	S. Avila	Cash Mgmt	Meeting with R. Feinstein (PSZYJW) and L. Sutter (GMI) re: Closing DIP loan	2:30	475.00	1,187.50
08/18/03	S. Avila	Cash Mgmt	Review correspondence from C. Chartouni (SRZ) re: payment direction letter.	0:18	475.00	142.50
08/18/03	S. Avila	Cash Mgmt	Review correspondence from C. Chartouni (SRZ) re: final DIP financing agreement;	0:36	475.00	285.00
08/18/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: Payment direction letter.	0:06	475.00	47.50
08/18/03	S. Avila	Cash Mgmt	Telephone conversation with J. Naccarato (Cerberus) re: DIP loan closing	0:24	475.00	190.00

Date	Name	Activity	Description	Time	Rate	Fee
08/18/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: DIP Loan closing.	0:12	475.00	95.00
08/18/03	S. Avila	Cash Mgmt	Review final cash flow budget prepared by D. Dixon (CRP)	0:24	475.00	190.00
08/18/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: Avila cash budget certification.	0:24	475.00	190.00
08/18/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: Avila Certification with respect to cash budget; execute and fax to DIP Lenders counsel.	0:36	475.00	285.00
08/19/03	D. Dixon	Cash Mgmt	Review budget format and data for budget build with Anthony.	0:30	390.00	195.00
08/19/03	D. Dixon	Cash Mgmt	Review DIP loan requirements and status with respective parties.	0:30	390.00	195.00
08/19/03	D. Dixon	Cash Mgmt	Follow up on DIP loan status	0:15	390.00	97.50
08/19/03	D. Dixon	Cash Mgmt	Follow up with options on paying employees in light of DIP loan delays	0:30	390.00	195.00
08/19/03	D. Dixon	Cash Mgmt	Follow up on DIP loan status and forward additional information to respective parties.	0:30	390.00	195.00
08/19/03	D. Dixon	Cash Mgmt	Meeting with department heads to discuss actions, issues and projects.	1:00	390.00	390.00
08/19/03	D. Dixon	Cash Mgmt	Follow up on employee pay issues and concerns.	0:15	390.00	97.50
08/19/03	D. Dixon	Cash Mgmt	Follow up on DIP loan status with respective parties and confirm wire.	0:30	390.00	195.00
08/19/03	D. Dixon	Cash Mgmt	Review cash position of the company and begin work on variance analysis of actual to plan.	0:45	390.00	292.50
08/19/03	D. Dixon	Cash Mgmt	Create and circulate funds request form to department heads.	0:15	390.00	97.50
08/19/03	JC Crouse	Cash Mgmt	Work to avert non payment of payroll checks with BONY - Setup and meet with all employees - Check on funding status - alert Pachulski to BONY problem	2:30	325.00	812.50
08/19/03	S. Avila	Cash Mgmt	Telephone conversation with J. Naccarato (Cerberus) re: DIP facility	0:12	475.00	95.00
08/19/03	S. Avila	Cash Mgmt	Telephone conversation with J. Naccarato (Cerberus) re: DIP facility	0:18	475.00	142.50
08/19/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: Fund request	0:12	475.00	95.00
08/19/03	S. Avila	Cash Mgmt	Review correspondence from C. Chartouni (SRZ) re: payment direction letter.	0:06	475.00	47.50
08/19/03	S. Avila	Cash Mgmt	Review correspondence from C. Chartouni (SRZ) re: payment direction letter.	0:12	475.00	95.00
08/19/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: GMI budget	0:18	475.00	142.50
08/19/03	S. Avila	Cash Mgmt	Meeting with GMI management team re: payroll and insurance issues; discuss PH production schedule for 2003; status of various operating projects	1:18	475.00	617.50
08/19/03	S. Avila	Cash Mgmt	Meeting with C. Samel (GMI) and CRP Team re: various restructuring issues & Management plan.	1:00	475.00	475.00
08/19/03	S. Avila	Cash Mgmt	Review correspondence from C. Chartouni (SRZ) re: Notice of Borrowing.	0:18	475.00	142.50
08/20/03	D. Dixon	Cash Mgmt	Discussion with Anthony regarding data needs for building the budget model.	0:45	390.00	292.50
08/20/03	D. Dixon	Cash Mgmt	Draft and circulate the weekly lender report	2:00	390.00	780.00
08/20/03	D. Dixon	Cash Mgmt	Cash management update meeting with Donna and Richard.	0:45	390.00	292.50
08/20/03	D. Dixon	Cash Mgmt	Strategize procedures for setting up bank accounts and resolving credit card issues with Bill	0:45	390.00	292.50

Date	Name	Activity	Description	Time	Rate	Fee
08/20/03	D. Dixon	Cash Mgmt	Review cash needs and prepare initial funds request for the week	0:15	390.00	97.50
08/20/03	D. Dixon	Cash Mgmt	Confirm payment plans for employee expense checks, 401k payments, other payroll related expenses and insurance payments. Discuss other AP issues with Jennifer and Richard.	1:00	390.00	390.00
08/20/03	D. Dixon	Cash Mgmt	Research specimen checks for DIP accounts and review current set up. Discuss various accounting issues with Bill V.	0:45	390.00	292.50
08/20/03	JC Crouse	Cash Mgmt	Work on Payment Tech and CSI payment delays	1:00	325.00	325.00
08/20/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: DIP loan verification.	0:12	475.00	95.00
08/20/03	S. Avila	Cash Mgmt	Review correspondence from K. Fuchs (GMI) re: Payroll checks	0:06	475.00	47.50
08/21/03	D. Dixon	Cash Mgmt	Meet with Kathy to discuss Non-Issuer payroll and benefits issues to ensure none of it is to be paid by GMI.	0:30	390.00	195.00
08/21/03	D. Dixon	Cash Mgmt	Reviewed first week's report to lenders and distributed to respective parties with additional explanations.	0:30	390.00	195.00
08/21/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: Weekly report to DIP Lenders	0:18	475.00	142.50
08/21/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: Curtis Stipulation - August Assignment	0:12	475.00	95.00
08/22/03	JC Crouse	Cash Mgmt	Collect requested information from CSI to free up Internet Revenue - discuss with William - Send Paymentech contract to Pachulski	2:00	325.00	650.00
08/22/03	S. Avila	Cash Mgmt	Draft correspondence to B. Katz (JHC) re: GMI cash flow projections	0:12	375.00	75.00
08/25/03	D. Dixon	Cash Mgmt	Review status of Wachovia checking account with Bill V.	0:30	390.00	195.00
08/25/03	D. Dixon	Cash Mgmt	Follow up with Bill V. on progress with Wachovia checking account and credit card processing.	0:30	390.00	195.00
08/25/03	D. Dixon	Cash Mgmt	Review cash collections with Donna K.	0:30	390.00	195.00
08/25/03	D. Dixon	Cash Mgmt	Review cash payment information with Jennifer W.	0:30	390.00	195.00
08/25/03	D. Dixon	Cash Mgmt	Review and update daily cash model.	1:00	390.00	390.00
08/25/03	D. Dixon	Cash Mgmt	Revise weekly cash budget extending details through the end of the year.	1:00	390.00	390.00
08/25/03	D. Dixon	Cash Mgmt	Review cash needs, complete fund request forms and distribute to Pachulski, Cerberus and Schulte..	1:15	390.00	487.50
08/25/03	S. Avila	Cash Mgmt	Telephone conference with representatives of JHC re: cash budget.	0:42	475.00	332.50
08/25/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: weekly cash flows.	0:06	475.00	47.50
08/26/03	D. Dixon	Cash Mgmt	Meet with Bill V. to develop process for funding non-issuer payroll using Bob G.'s paycheck.	0:20	390.00	130.00
08/26/03	D. Dixon	Cash Mgmt	Review daily cash results and determine items needing additional research.	0:30	390.00	195.00
08/26/03	D. Dixon	Cash Mgmt	Review cash results for week ending 8/24, compare to plan, analyze variance and complete additional research on variances.	2:00	390.00	780.00
08/26/03	D. Dixon	Cash Mgmt	Make revisions to weekly cash budget model adjusting for new on-sale date schedule.	1:20	390.00	520.00
08/26/03	S. Avila	Cash Mgmt	Review revised cash flow projections.	0:36	475.00	285.00
08/27/03	D. Dixon	Cash Mgmt	Draft default notice and waiver request for results week ending 8/24.	1:00	390.00	390.00

Date	Name	Activity	Description	Time	Rate	Fee
08/27/03	D. Dixon	Cash Mgmt	Prepare narrative summarizing results and variances of actual results compared to plan for the two weeks ending 8/24.	2:30	390.00	975.00
08/27/03	D. Dixon	Cash Mgmt	Review cash payments with Richard and Jennifer.	0:30	390.00	195.00
08/27/03	D. Dixon	Cash Mgmt	Review collections for the week with Lyle.	0:15	390.00	97.50
08/27/03	D. Dixon	Cash Mgmt	Review payroll cash needs for the week.	0:12	390.00	78.00
08/27/03	D. Dixon	Cash Mgmt	Meet with Richard to discuss cash management procedures.	0:12	390.00	78.00
08/27/03	S. Avila	Cash Mgmt	Review and revise weekly cash flow reporting.	0:54	475.00	427.50
08/28/03	D. Dixon	Cash Mgmt	Discussion with Joe G. to gather info on RDA and MMA fees.	0:15	390.00	97.50
08/28/03	D. Dixon	Cash Mgmt	Review AR detail as of 8/12. Summarize analysis and review write off procedures with Bill V.	1:00	390.00	390.00
08/28/03	D. Dixon	Cash Mgmt	Finalize and distribute the cash reconciliation report to Cerberus, Schulte, Pachulski and Charlie S.	0:06	390.00	39.00
08/28/03	D. Dixon	Cash Mgmt	Review cash requests, authorize critical payments.	0:39	390.00	253.50
08/28/03	D. Dixon	Cash Mgmt	Meet with Jennifer to discuss payments and follow up on previous payments and new requests.			
08/28/03	D. Dixon	Cash Mgmt	Revise weekly cash model to add trustee fees, expand cost of sales and other.	2:00	390.00	780.00
08/28/03	D. Dixon	Cash Mgmt	Review Bank of New York data, discuss with Richard and Bill credit card processing service and other cash management issues , review plans for moving to Wachovia.	1:00	390.00	390.00
08/28/03	D. Dixon	Cash Mgmt	Discuss assumptions for weekly cash budget with Scott.	0:15	390.00	97.50
08/28/03	D. Dixon	Cash Mgmt	Print pages of the weekly cash flow budget and distribute to operations staff requesting confirmation of assumptions and results.	0:30	390.00	195.00
08/28/03	S. Avila	Cash Mgmt	Meeting with J. Gallo (GMI) re: circulation research and RDA and MMA issues.	0:42	475.00	332.50
08/28/03	S. Avila	Cash Mgmt	Review and revise cash budget	0:36	475.00	285.00
08/29/03	D. Dixon	Cash Mgmt	Review current weekly cash flow assumptions with Anthony.	0:20	390.00	130.00
08/29/03	D. Dixon	Cash Mgmt	Meet and discuss detail of weekly cash flow assumptions with Joe G.	0:20	390.00	130.00
08/29/03	D. Dixon	Cash Mgmt	Meet and discuss additional information regarding estimated publishing costs with Hal H.	0:30	390.00	195.00
08/29/03	D. Dixon	Cash Mgmt	Discuss cash and vendor management issues with Richard. Follow up on getting details on the Curtis assignment.	0:30	390.00	195.00
08/29/03	D. Dixon	Cash Mgmt	Additional discussions with Hal and with Joe regarding key assumptions to the weekly cash forecast.	0:20	390.00	130.00
08/29/03	D. Dixon	Cash Mgmt	Update cash flow model to include calculation for US trustee fees.	0:20	390.00	130.00
08/29/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: Cash reconciliation report.	0:06	475.00	47.50
08/29/03	S. Avila	Cash Mgmt	Draft correspondence to R. Feinstein (PSZYJW) re: Cash reconciliation.	0:06	475.00	47.50
08/29/03	S. Avila	Cash Mgmt	Draft correspondence to R. Feinstein (PSZYJW) re: GMI default	0:06	475.00	47.50
08/29/03	S. Avila	Cash Mgmt	Draft correspondence D. Dixon (CRP) re: cash reconciliation	0:06	475.00	47.50
09/02/03	D. Dixon	Cash Mgmt	Meeting with Bill V. to review requirements relating to the bankruptcy schedules and outstanding issues relating to the BONY.	0:42	390.00	273.00

Date	Name	Activity	Description	Time	Rate	Fee
09/02/03	D. Dixon	Cash Mgmt	Review DIP closing agreements with S. Avila (CRP) and L. Sutter (GMI)	0:12	390.00	78.00
09/02/03	D. Dixon	Cash Mgmt	Update and review the cash flow forecast	1:00	390.00	390.00
09/02/03	D. Dixon	Cash Mgmt	Model variance analysis for the cash flow, original 13 week budget versus revised.	0:30	390.00	195.00
09/02/03	D. Dixon	Cash Mgmt	Update and review the daily cash model with actual results	1:18	390.00	507.00
09/02/03	D. Dixon	Cash Mgmt	Meet with D Brennan to review the AR advertising aging, write off policies and other collection issues.	0:22	390.00	143.00
09/02/03	D. Dixon	Cash Mgmt	Discuss with Joe G. a fund request and develop process for paying subscription postage change.	0:12	390.00	78.00
09/02/03	D. Dixon	Cash Mgmt	Update and review the weekly and daily cash flow models, tie results. Analyze results.	1:20	390.00	520.00
09/02/03	D. Dixon	Cash Mgmt	Complete first draft of the weekly cash reconciliation report.	2:30	390.00	975.00
09/02/03	D. Dixon	Cash Mgmt	Review check request forms and prepare DIP loan fund request	0:36	390.00	234.00
09/02/03	S. Avila	Cash Mgmt	Review correspondence from J. Gallo (GMI) re: US Postal Trust	0:18	475.00	142.50
09/02/03	S. Avila	Cash Mgmt	Review DIP closing agreements with D. Dixon (CRP) and L. Sutter (GMI)	0:12	475.00	95.00
09/02/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: POY 2004 party and associated budget.	0:12	475.00	95.00
09/02/03	S. Avila	Cash Mgmt	Discussions with L. Speir (GMI) re: promotional events and POY 2004 party and associated budget.	0:36	475.00	285.00
09/03/03	D. Dixon	Cash Mgmt	Revise the cash reconciliation report for week ending 8/31.	0:30	390.00	195.00
09/03/03	D. Dixon	Cash Mgmt	Research cash needs and draft fund request documents.	1:00	390.00	390.00
09/03/03	D. Dixon	Cash Mgmt	Discuss postage requirements with Joe G. and determine needs for future weeks.	0:30	390.00	195.00
09/03/03	D. Dixon	Cash Mgmt	Review production costs with Hal H. and determine needs over the next few weeks.	0:30	390.00	195.00
09/03/03	D. Dixon	Cash Mgmt	Analyze and update 13 week budget results.	2:20	390.00	910.00
09/03/03	S. Avila	Cash Mgmt	Draft correspondence to R. Galloway (GMI) re: DIP financing requirements	0:12	475.00	95.00
09/04/03	D. Dixon	Cash Mgmt	Research and send information to Joe N. regarding financial results and fund request.	0:30	390.00	195.00
09/04/03	D. Dixon	Cash Mgmt	Fax data to DIP lenders regarding 8/31 cash reconciliation and fund request.	0:30	390.00	195.00
09/04/03	D. Dixon	Cash Mgmt	Follow up phone call with Joe N. regarding data sent.	0:10	390.00	65.00
09/04/03	D. Dixon	Cash Mgmt	Call with Christine C. at Schulte regarding set up of banking procedures.	0:05	390.00	32.50
09/04/03	D. Dixon	Cash Mgmt	Discuss with Bill V. status of banking support at Wachovia.	0:35	390.00	227.50
09/04/03	D. Dixon	Cash Mgmt	Complete narrative comparing original 13 week budget to revised 13 week budget week ending 11/9.	3:30	390.00	1,365.00
09/04/03	D. Dixon	Cash Mgmt	Strategize Bank of NY and Wachovia bank relationships with Bill V.	0:30	390.00	195.00
09/04/03	D. Dixon	Cash Mgmt	Review, update and analyze the cash flow.	2:25	390.00	942.50
09/04/03	D. Dixon	Cash Mgmt	Update and review the daily cash flow model.	0:40	390.00	260.00
09/04/03	D. Dixon	Cash Mgmt	Review cash needs for the company.	0:20	390.00	130.00
09/05/03	D. Dixon	Cash Mgmt	Meeting with Joe N. to review cash reporting and case management issues.	1:00	390.00	390.00
09/05/03	D. Dixon	Cash Mgmt	Begin researching information requests by Joe N.	0:30	390.00	195.00
09/05/03	D. Dixon	Cash Mgmt	Gather additional information requested by Joe N.	0:15	390.00	97.50

Date	Name	Activity	Description	Time	Rate	Fee
09/05/03	D. Dixon	Cash Mgmt	Update bank account worksheet and forward it to Christine C.	0:30	390.00	195.00
09/05/03	D. Dixon	Cash Mgmt	Update and review daily cash flow model.	0:30	390.00	195.00
09/05/03	D. Dixon	Cash Mgmt	Update and analyze extended cash forecast model.	3:00	390.00	1,170.00
09/05/03	D. Dixon	Cash Mgmt	Draft narrative outlining changes in the cash forecast.	1:30	390.00	585.00
09/05/03	D. Dixon	Cash Mgmt	Review cash needs for the week ending 9/14 and complete fund request documents.	1:00	390.00	390.00
09/05/03	JC Crouse	Cash Mgmt	Conference call with Paymentech regarding reserve recalculation and path forward	0:45	325.00	243.75
09/05/03	S. Avila	Cash Mgmt	Review correspondence from K. Fuchs (GMI) re: Wachovia Bank Presentation	0:12	475.00	95.00
09/05/03	S. Avila	Cash Mgmt	Draft correspondence to D. Dixon (CRP) re: DIP requirements.	0:18	475.00	142.50
09/06/03	D. Dixon	Cash Mgmt	Update, analyze and review 13 week forecast week ending 11/9. Compare to original 13 week forecast.			
			Draft narrative highlighting changes.	2:00	390.00	780.00
09/06/03	D. Dixon	Cash Mgmt	Update and analyze the 20 week forecast ending 12/28. Complete narrative on major assumption changes.	2:00	390.00	780.00
09/06/03	D. Dixon	Cash Mgmt	Complete 13 week cash flow forecast for week ending 12/7. Prepare presentations for UCC and DIP lender. Distribute information.	2:00	390.00	780.00
09/06/03	S. Avila	Cash Mgmt	Review and revise cash flow projections and associated financial analysis	3:30	475.00	1,662.50
09/07/03	D. Dixon	Cash Mgmt	Gather and send data requested by J. Naccarato.	0:45	390.00	292.50
09/07/03	D. Dixon	Cash Mgmt	Complete and submit fund requests for week ending 9/12	0:45	390.00	292.50
09/07/03	D. Dixon	Cash Mgmt	Revise and analyze cash flows for 13 weeks ending 11/9..	2:00	390.00	780.00
09/07/03	D. Dixon	Cash Mgmt	Revise and analyze cash flows for 13 weeks ending 12/7/03 and 12/2/8/03	2:30	390.00	975.00
09/07/03	D. Dixon	Cash Mgmt	Update cash flow model extending weeks covered to week ending 2/29/04.	1:00	390.00	390.00
09/07/03	S. Avila	Cash Mgmt	Review and revise cash projections and associated supporting schedules.	4:30	475.00	2,137.50
09/08/03	D. Dixon	Cash Mgmt	Review daily collections and cash needs.	0:30	390.00	195.00
09/08/03	D. Dixon	Cash Mgmt	Meeting with J. Naccarato and S. Avila to review budget revisions and operations with Cerberus.	2:00	390.00	780.00
09/08/03	D. Dixon	Cash Mgmt	Begin analysis of revised budgets against the original for 13 weeks and add data for the 26 week model.	4:00	390.00	1,560.00
09/08/03	S. Avila	Cash Mgmt	Telephone conversation with J. Naccarato (Cerberus) re: Art sale	0:12	475.00	95.00
09/08/03	S. Avila	Cash Mgmt	Meeting with J. Naccarato and S. Avila to review budget revisions and operations with Cerberus.	2:00	475.00	950.00
09/08/03	S. Avila	Cash Mgmt	Review and revise supporting schedules for cash projections.	0:30	475.00	237.50
09/09/03	D. Dixon	Cash Mgmt	Follow up and discuss payroll process changes with B. Vazoulas .	0:45	390.00	292.50
09/09/03	D. Dixon	Cash Mgmt	Analyze the budget revisions comparing 13 week ending 11/9 for the original and revised and also compare original 13 weeks to revised 13 weeks ending 12/7.	5:00	390.00	1,950.00
09/09/03	D. Dixon	Cash Mgmt	Perform additional analysis and build models to review results from various approaches to test viability of the organization.	5:00	390.00	1,950.00
09/09/03	D. Dixon	Cash Mgmt	Update budget models with results of analyses and review results.	2:00	390.00	780.00

Date	Name	Activity	Description	Time	Rate	Fee
09/09/03	S. Avila	Cash Mgmt	Review and revise cash projections and associated supporting schedules.	0:24	475.00	190.00
09/09/03	S. Avila	Cash Mgmt	Review and revise cash projections and associated analytical schedules.	4:30	475.00	2,137.50
09/10/03	D. Dixon	Cash Mgmt	Prepare and distribute report of analysis and comparisons of the budget comparisons.	3:00	390.00	1,170.00
09/10/03	D. Dixon	Cash Mgmt	Meet with J. Winder and R. Galloway to strategize and resolve vendor issues and cash management.	0:45	390.00	292.50
09/10/03	D. Dixon	Cash Mgmt	Research additional information regarding production costs, discuss with H. Halpner.	0:40	390.00	260.00
09/10/03	D. Dixon	Cash Mgmt	Review 9/7 cash request and verify needs.	0:20	390.00	130.00
09/10/03	D. Dixon	Cash Mgmt	Update and review daily cash reports.	0:30	390.00	195.00
09/10/03	D. Dixon	Cash Mgmt	Review and advise B. Vazoulas regarding cash management and administration issues.	1:00	390.00	390.00
09/10/03	D. Dixon	Cash Mgmt	Complete analysis of actual versus planned cash results, prepare and distribute narrative regarding the results.	2:30	390.00	975.00
09/10/03	S. Avila	Cash Mgmt	Meeting with R. Feinstein (PSZYJW), C. Samel and B. Guccione (GMI) re: case strategy and status of DIP lenders.	1:42	475.00	807.50
09/10/03	S. Avila	Cash Mgmt	Meeting with C. Samel (GMI) re: case strategy, DIP financing issues	1:30	475.00	712.50
09/10/03	S. Avila	Cash Mgmt	Review and revise cash flow projections and associated schedules	1:48	475.00	855.00
09/11/03	D. Dixon	Cash Mgmt	Investigate and discuss with B. Vazoulas the cash surrender value life insurance policy and determine that it is not possible to liquidate.	0:50	390.00	325.00
09/11/03	D. Dixon	Cash Mgmt	Review and respond to emails	0:10	390.00	65.00
09/11/03	D. Dixon	Cash Mgmt	Complete analysis and narrative on budget information. Print and fax additional information to J. Naccarato.			
09/11/03	D. Dixon	Cash Mgmt	Prepare critical cash requirements for 2 weeks and distribute to pertinent parties.	1:30	390.00	585.00
09/11/03	D. Dixon	Cash Mgmt	Phone conference with Cerberus and debtor counsel to discuss DIP loan advances and requirements for going forward.	0:45	390.00	292.50
09/11/03	D. Dixon	Cash Mgmt	Review the budget model and update for additional assumptions.	0:50	390.00	325.00
09/11/03	D. Dixon	Cash Mgmt	Review cash management issues with R. Galloway and B. Vazoulas, providing updates relating to DIP loan financing.	1:20	390.00	520.00
09/11/03	D. Dixon	Cash Mgmt	Meeting with H. Halpner to confirm printing and distribution costs for the next two weeks.	0:40	390.00	260.00
09/11/03	D. Dixon	Cash Mgmt	Discussion with P. Bloch regarding DIP loan funding relative to inability to pay content providers.	0:30	390.00	195.00
09/11/03	D. Dixon	Cash Mgmt	Update budget model to incorporate the sell through assumptions.	0:30	390.00	195.00
09/11/03	1:00					
09/11/03	S. Avila	Cash Mgmt	Discussions with R. Feinstein (PSZYJW) and C. Samel (GMI) re: DIP financing	0:24	475.00	190.00
09/11/03	S. Avila	Cash Mgmt	Discussions with G. Gallo (GMI) re: expected advance from Curtis;	0:36	475.00	285.00
09/11/03	S. Avila	Cash Mgmt	Telephone call with R. Feinstein (PSZYJW) re: DIP lender requirements and review debtor's alternatives.	0:18	475.00	142.50
09/11/03	S. Avila	Cash Mgmt	Review cash projections through 2/29	0:18	475.00	142.50
09/12/03	D. Dixon	Cash Mgmt	Review internet non-payment issues with B. Vazoulas and M. McNicholas.	0:15	390.00	97.50

Date	Name	Activity	Description	Time	Rate	Fee
09/12/03	D. Dixon	Cash Mgmt	Review changes in the cash report with J. Winder. Provide direction on vendor management issues.	0:30	390.00	195.00
09/13/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: DIP financing.	0:24	475.00	190.00
09/15/03	D. Dixon	Cash Mgmt	Discuss with H. Halpner the unsecured creditors' committee comments regarding the DIP loan not financing as requested and its impact on operations.	0:20	390.00	130.00
09/15/03	D. Dixon	Cash Mgmt	Review and provide feedback on the cash motion sent by M. Bove.	0:20	390.00	130.00
09/15/03	D. Dixon	Cash Mgmt	Create the narrative for the cash flow model through 2/29/04 and review results..	5:30	390.00	2,145.00
09/15/03	D. Dixon	Cash Mgmt	Complete the cash reconciliation and narrative for the week ending 9/14/03.	2:20	390.00	910.00
09/15/03	D. Dixon	Cash Mgmt	Create presentation for critical payments for the two weeks ending 9/28/03	1:30	390.00	585.00
09/15/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: various bankruptcy issues - CRP retention; Final DIP hearing; restructuring alternatives.	0:24	475.00	190.00
09/15/03	S. Avila	Cash Mgmt	Review correspondence from D. Dixon (CRP) re: GMI Cash flow summary.	0:36	475.00	285.00
09/16/03	D. Dixon	Cash Mgmt	Update the cash flow model incorporating the royalty changes. Revise the narratives and print new copies.	0:55	390.00	357.50
09/16/03	D. Dixon	Cash Mgmt	Meet with P. Bloch and M. Cruz to discuss payment options for freelance work.	0:24	390.00	156.00
09/16/03	D. Dixon	Cash Mgmt	Phone meeting with C. Chartouni regarding status of lockbox set up.	0:12	390.00	78.00
09/16/03	D. Dixon	Cash Mgmt	Email requested cash info to J. Naccarato	0:12	390.00	78.00
09/16/03	D. Dixon	Cash Mgmt	Review collections and disbursements for 9/16, review cash position.	0:30	390.00	195.00
09/16/03	D. Dixon	Cash Mgmt	Review AP aging report as of 8/12/03.	0:32	390.00	208.00
09/16/03	S. Avila	Cash Mgmt	Review weekly borrowing report and weekly cash reporting package.	0:48	475.00	380.00
09/17/03	D. Dixon	Cash Mgmt	Revise cash forecast based on royalty income changes and timing changes. Review results and review with B. Vazoulas.	1:50	390.00	715.00
09/17/03	D. Dixon	Cash Mgmt	Review and update the daily cash model.	0:15	390.00	97.50
09/17/03	D. Dixon	Cash Mgmt	Prepare worksheets to review with management regarding cash payments and control for the two weeks ending 9/28	0:40	390.00	260.00
09/17/03	D. Dixon	Cash Mgmt	Review revised cash flow forecast with B. Vazoulas.	0:30	390.00	195.00
09/17/03	D. Dixon	Cash Mgmt	Compare Curtis proposal to cash forecasts. Model and analyze variances by publication by month.	4:30	390.00	1,755.00
09/17/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (GMI) re: Liquidity issues and Curtis advance.	0:12	475.00	95.00
09/17/03	S. Avila	Cash Mgmt	Discussions with J. Gallo (GMI) re: production schedule, on sale dates, Curtis advance issues.	0:24	475.00	190.00
09/18/03	D. Dixon	Cash Mgmt	Prepare distribute discussion document to the staff to determine a priority list for paying vendors.	0:30	390.00	195.00
09/18/03	D. Dixon	Cash Mgmt	Meeting with J. Winder and R. Galloway to review payment priorities.	0:25	390.00	162.50
09/18/03	D. Dixon	Cash Mgmt	Revise the forecast model to change payment terms for paper, printing and distribution vendors.	0:35	390.00	227.50
09/18/03	JC Crouse	Cash Mgmt	Deal with daily cash management issues (who to pay with available funds)	1:30	325.00	487.50
09/22/03	D. Dixon	Cash Mgmt	Review and update daily cash model for actual data. Seek clarifications.	1:00	390.00	390.00

Date	Name	Activity	Description	Time	Rate	Fee
09/22/03	D. Dixon	Cash Mgmt	Model revenue development using new assumptions from Curtis and J. Gallo. Tie revenue to cash forecast model and review results.	3:30	390.00	1,365.00
09/23/03	D. Dixon	Cash Mgmt	Review plan for paying post-petition vendors with J. Winder and R. Galloway.	0:30	390.00	195.00
09/23/03	D. Dixon	Cash Mgmt	Update models for the Curtis revenue analysis and weekly cash flow using updated quantities sold by publication and comparing Curtis advances to projected sales.	1:00	390.00	390.00
09/23/03	D. Dixon	Cash Mgmt	Update cash flow model incorporating revenue and cost revisions from J. Gallo and H. Halpner. Update Curtis revenue model and complete comparisons.	4:00	390.00	1,560.00
09/23/03	D. Dixon	Cash Mgmt	Cash management meeting with staff.	0:30	390.00	195.00
09/23/03	D. Dixon	Cash Mgmt	Review and discuss vendor payments with R. Galloway.	0:15	390.00	97.50
09/23/03	D. Dixon	Cash Mgmt	Discuss and review AR calculations and variances for Curtis revenues.	0:15	390.00	97.50
09/23/03	D. Dixon	Cash Mgmt	Analyze results from Curtis analysis and updated cash flows.	1:30	390.00	585.00
09/23/03	D. Dixon	Cash Mgmt	Prepare narrative on results of analysis for the Curtis negotiations.	1:30	390.00	585.00
09/23/03	D. Dixon	Cash Mgmt	Create additional cash models to compare forecasts with and without assignments and with Curtis revenue advance rates	2:00	390.00	780.00
09/23/03	JC Crouse	Cash Mgmt	Cash management meeting to review receipts and expenditures	0:30	325.00	162.50
09/23/03	S. Avila	Cash Mgmt	Participate in weekly cash meeting.	0:36	475.00	285.00
09/24/03	D. Dixon	Cash Mgmt	Prepare, fax and email fund request for GMI payroll.	0:15	390.00	97.50
09/24/03	D. Dixon	Cash Mgmt	Analyze weekly cash results for w/e 9/21 and draft weekly report.	0:45	390.00	292.50
09/24/03	D. Dixon	Cash Mgmt	Update cash forecasting models and prepare reports for Curtis negotiations.	4:00	390.00	1,560.00
09/24/03	D. Dixon	Cash Mgmt	Update assumptions for the cash flow models and complete additional reviews for presentations.	2:00	390.00	780.00
09/24/03	JC Crouse	Cash Mgmt	Review and revise weekly status report to bondholders	0:30	325.00	162.50
09/25/03	D. Dixon	Cash Mgmt	Model discussion document for cash management meeting.	0:30	390.00	195.00
09/25/03	D. Dixon	Cash Mgmt	Updated cash flow models for final presentation changes.	1:30	390.00	585.00
09/25/03	D. Dixon	Cash Mgmt	Review and update the daily cash flow model for the week. Review results and discuss with R. Galloway and D. Brennan.	1:00	390.00	390.00
09/25/03	D. Dixon	Cash Mgmt	Review cash needs with R. Galloway and J. Winder	0:30	390.00	195.00
09/25/03	D. Dixon	Cash Mgmt	Review check run prepared by R. Galloway and discuss cash management issues.	0:30	390.00	195.00
09/25/03	D. Dixon	Cash Mgmt	Discuss probable publication schedule changes with J. Gallo and H. Halpner.	0:30	390.00	195.00
09/25/03	D. Dixon	Cash Mgmt	Revise cash flow models based on potential publication schedule changes.	3:00	390.00	1,170.00
09/26/03	D. Dixon	Cash Mgmt	Update daily cash model for actual results. Review online transactions and balances.	0:15	390.00	97.50
09/27/03	D. Dixon	Cash Mgmt	Telephone conversation with S. Avila (CRP) re: analysis of cash flow projections incorporating various advance scenarios.	0:24	390.00	156.00
09/29/03	D. Dixon	Cash Mgmt	Prepare packages for review with secured and unsecured creditors and Curtis meeting	3:00	390.00	1,170.00

Date	Name	Activity	Description	Time	Rate	Fee
09/29/03	D. Dixon	Cash Mgmt	Update and revise cash flow models with new Curtis information.	4:00	390.00	1,560.00
09/29/03	D. Dixon	Cash Mgmt	Revise and update cash flow models for revisions from the meeting with secured and unsecured creditors and Curtis.	3:00	390.00	1,170.00
09/29/03	D. Dixon	Cash Mgmt	Prepare cash flow model with 4 weeks actual results.	0:30	390.00	195.00
09/29/03	D. Dixon	Cash Mgmt	Update and revise the cash flow model for additional changes arising from the creditors meeting.	1:00	390.00	390.00
09/30/03	D. Dixon	Cash Mgmt	Revise professional fees schedule using updated fee estimates from professionals	0:15	390.00	97.50
09/30/03	D. Dixon	Cash Mgmt	Discuss cash needs for paper with H. Halpner.	0:10	390.00	65.00
09/30/03	D. Dixon	Cash Mgmt	Revise and send 4 week trailing cash flow model.	0:15	390.00	97.50
09/30/03	D. Dixon	Cash Mgmt	Review cash management issues with R. Galloway.	0:30	390.00	195.00
09/30/03	D. Dixon	Cash Mgmt	Prepare two week cash forecast for staff meeting.	0:25	390.00	162.50
09/30/03	D. Dixon	Cash Mgmt	Review bank activity for prior two days	0:20	390.00	130.00
09/30/03	D. Dixon	Cash Mgmt	Revise and update the cash flow model to include latest schedule changes.	1:30	390.00	585.00
09/30/03	D. Dixon	Cash Mgmt	Discussions with D. Crocetti with Curtis regarding cash advances.	0:15	390.00	97.50
09/30/03	D. Dixon	Cash Mgmt	Prepare summary of professional fees through Dec.	0:15	390.00	97.50
09/30/03	D. Dixon	Cash Mgmt	Prepare summary of cash flows for prior 4 weeks.	0:15	390.00	97.50
09/30/03	D. Dixon	Cash Mgmt	Discussions with R. Galloway regarding cash management issues.	0:10	390.00	65.00
09/30/03	D. Dixon	Cash Mgmt	Update cash flow model with revised headcount and salaries per M. Cruz.	0:30	390.00	195.00
09/30/03	D. Dixon	Cash Mgmt	Update and revise cash flow model. Analyze results and make additional changes based on the analysis. Clean up presentation after the making changes.	2:00	390.00	780.00
09/30/03	D. Dixon	Cash Mgmt	Review cash flow model with S. Avila and make additional revisions.	1:20	390.00	520.00
09/30/03	S. Avila	Cash Mgmt	Meeting with R. Feinstein (PSZYJW) re: review DIP financing motion.	0:18	475.00	142.50
09/30/03	S. Avila	Cash Mgmt	Review and comment on final DIP financing motion.	0:42	475.00	332.50
09/30/03	S. Avila	Cash Mgmt	Review and revise cash projections incorporating a variety of Curtis advance rates and assignment assumptions.	1:30	475.00	712.50
10/01/03	D. Dixon	Cash Mgmt	Revise cash flow model updating the forecast to include the new Curtis advance numbers and GOPH schedule change. Distribute to pertinent parties.	1:35	390.00	617.50
10/01/03	D. Dixon	Cash Mgmt	Finalize and distribute weekly cash report.	0:20	390.00	130.00
10/01/03	D. Dixon	Cash Mgmt	Review cash balances and discuss with R. Galloway.	0:30	390.00	195.00
10/01/03	D. Dixon	Cash Mgmt	Revise 9/28/03 weekly cash report and forward to team for review or revisions.	0:45	390.00	292.50
10/01/03	D. Dixon	Cash Mgmt	Revise cash model to show through 2/1/04. Send final revision to Curtis and print out copies.	0:30	390.00	195.00
10/01/03	JC Crouse	Cash Mgmt	Review of assignments with SA	0:15	325.00	81.25
10/01/03	S. Avila	Cash Mgmt	Review and revise cash flow projections incorporating changes to Curtis advance and schedule changes.	0:48	475.00	380.00
10/01/03	S. Avila	Cash Mgmt	Review and revise DIP financing agreement and Curtis Stipulation.	1:06	475.00	522.50
10/01/03	S. Avila	Cash Mgmt	Telephone conference with counsel and FA for UCC, J. Naccarato (Cerberus) and DIP lenders counsel, counsel for Curtis, and R. Feinstein re: negotiation of the Final DIP agreement	3:12	475.00	1,520.00
10/01/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (GMI) re: DIP financing agreement.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
10/01/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: review revisions to DIP financing agreement and preparation for hearing on 10/2.	0:18	475.00	142.50
10/01/03	S. Avila	Cash Mgmt	Telephone conversation with representatives of Curtis re: conference call to finalize DIP agreement.	0:12	475.00	95.00
10/01/03	S. Avila	Cash Mgmt	Review and revise cash flow projections and analytical schedule re: Curtis post-petition advance.	0:36	475.00	285.00
10/02/03	D. Dixon	Cash Mgmt	Resend budget reports to pertinent parties, respond to questions.	0:20	390.00	130.00
10/02/03	D. Dixon	Cash Mgmt	Resolve questions regarding the final DIP budget with J. Naccarato and S. Avila.	0:20	390.00	130.00
10/02/03	D. Dixon	Cash Mgmt	Cash management discussion with J. Gallo and L. Sutter	0:15	390.00	97.50
10/02/03	D. Dixon	Cash Mgmt	Coordinate cash management plans with R. Galloway.	0:15	390.00	97.50
10/02/03	D. Dixon	Cash Mgmt	Preparation for the staff meeting	0:10	390.00	65.00
10/02/03	D. Dixon	Cash Mgmt	Prepare and send cash flow models to Schulte in letter size. Prepare copies of cash flow for hearing.	0:30	390.00	195.00
10/02/03	D. Dixon	Cash Mgmt	Review daily cash balances and needed cash.	0:30	390.00	195.00
10/02/03	D. Dixon	Cash Mgmt	Revise and distribute cash flow model after DIP loan hearing on 10/2	1:00	390.00	390.00
10/02/03	D. Dixon	Cash Mgmt	Update daily cash flow model and review the details.	0:20	390.00	130.00
10/02/03	JC Crouse	Cash Mgmt	Redrafted assignment review	0:30	325.00	162.50
10/02/03	S. Avila	Cash Mgmt	Attend DIP financing hearing; participate in final negotiations.	4:06	475.00	1,947.50
10/02/03	S. Avila	Cash Mgmt	Review and revise DIP financing agreement and associated Stipulation.	0:48	475.00	380.00
10/03/03	D. Dixon	Cash Mgmt	Telephone call with S. Avila (CRP) re: revised cash flow projection incorporating final changes to DIP lenders fees.	0:12	390.00	78.00
10/03/03	S. Avila	Cash Mgmt	Telephone call to R. Feinstein (PSZYJW) re: finalization of DIP financing agreement and associated stipulation.	0:12	475.00	95.00
10/03/03	S. Avila	Cash Mgmt	Telephone conversation with B. Castardi (Curtis) re: status of hearing on 10/2 - DIP and Curtis Stipulation.	0:12	475.00	95.00
10/03/03	S. Avila	Cash Mgmt	Telephone call with D. Dixon (CRP) re: revised cash flow projection incorporating final changes to DIP lenders fees.	0:12	475.00	95.00
10/06/03	D. Dixon	Cash Mgmt	Revise daily cash flow to incorporate new revisions of the DIP loan budget.	1:00	390.00	390.00
10/06/03	S. Avila	Cash Mgmt	Review and execute final DIP financing agreement; Curtis Stipulation	1:06	475.00	522.50
10/07/03	D. Dixon	Cash Mgmt	Analyze and review cash requirements for the week with R. Galloway. Review check register.	0:30	390.00	195.00
10/07/03	D. Dixon	Cash Mgmt	Discuss draft of cash control agreement with S. Avila (CRP).	0:18	390.00	117.00
10/07/03	D. Dixon	Cash Mgmt	Coordinate review of expected spending to available and planned funds, J. Winder (GMI)	0:12	390.00	78.00
10/07/03	D. Dixon	Cash Mgmt	Update daily cash flow model and review variances.	1:00	390.00	390.00
10/07/03	D. Dixon	Cash Mgmt	Update daily cash flow model for discussion in staff meeting.	0:18	390.00	117.00
10/07/03	D. Dixon	Cash Mgmt	Update daily cash model and weekly reporting files.	0:42	390.00	273.00
10/07/03	JC Crouse	Cash Mgmt	Initiate draft for weekly report for week ending 10/5.	1:30	325.00	487.50
10/07/03	JC Crouse	Cash Mgmt	Updates to Restructured business plan - edits on schedules and format	8:00	325.00	2,600.00
			Updates to Restructured Business Plan based on input from management			

Date	Name	Activity	Description	Time	Rate	Fee
10/07/03	S. Avila	Cash Mgmt	Discuss draft of cash control agreement with D. Dixon (CRP).	0:18	475.00	142.50
10/07/03	S. Avila	Cash Mgmt	Review Cash Control Agreement	0:18	475.00	142.50
10/08/03	D. Dixon	Cash Mgmt	Coordinate payment to the landlord for partial August and all of September and October rents.	0:12	390.00	78.00
10/08/03	D. Dixon	Cash Mgmt	Determine procedures with W. Vazoulas (GMI) regarding set up of the lockbox and other bank matters to comply with DIP lending agreement.	0:36	390.00	234.00
10/08/03	D. Dixon	Cash Mgmt	Manage process for securing the insurance accord form" for DIP lenders."	0:12	390.00	78.00
10/08/03	D. Dixon	Cash Mgmt	Review cash results and create cash funds request for the week ending 10/12/03.	0:48	390.00	312.00
10/08/03	D. Dixon	Cash Mgmt	Review the deposit account control agreement received from C. Chartouni (Schulte). Review revised DIP loan agreement.	0:36	390.00	234.00
10/08/03	D. Dixon	Cash Mgmt	Revise cash fund request based on Feinstein request to resolve landlord rent demands.	0:24	390.00	156.00
10/08/03	D. Dixon	Cash Mgmt	Revise weekly cash report and distribute to team for final review.	0:24	390.00	156.00
10/08/03	JC Crouse	Cash Mgmt	Base Business Plan financials - update format, minor modifications, establish Fresh Start Accounting format	2:30	325.00	812.50
10/08/03	JC Crouse	Cash Mgmt	Develop Restructured Business Plan financials for Internet business	1:34	325.00	509.17
10/08/03	JC Crouse	Cash Mgmt	Discuss Landlord lease charge amounts with Richard Galloway to confirm accuracy	0:15	325.00	81.25
10/08/03	JC Crouse	Cash Mgmt	Discussion with Frank DeVino on requirements of Arts and Graphics for copiers, video business plan	0:30	325.00	162.50
10/08/03	JC Crouse	Cash Mgmt	Meeting with Frank Devino Video business plan	0:18	325.00	97.50
10/08/03	JC Crouse	Cash Mgmt	Meeting with Rich McEntee to understand advertising projections in Restructured Business Plan	0:40	325.00	216.67
10/08/03	JC Crouse	Cash Mgmt	Review and incorporate Internet information into business plan	0:30	325.00	162.50
10/08/03	JC Crouse	Cash Mgmt	Review and provided recommended changes to weekly report to Dan Dixon	0:24	325.00	130.00
10/08/03	JC Crouse	Cash Mgmt	Summary document on Restructured Business Plan	0:54	325.00	292.50
10/08/03	JC Crouse	Cash Mgmt	Summary document on Restructured Business Plan	1:00	325.00	325.00
10/08/03	JC Crouse	Cash Mgmt	Update assignment Dollar amounts for Nov issues, email to Hal Halpner for review of documents	0:30	325.00	162.50
10/08/03	JC Crouse	Cash Mgmt	Updates to Restructured Business Plan based on input from management	1:24	325.00	455.00
10/08/03	JC Crouse	Cash Mgmt	Write summary overview for Restructured Business Plan	2:00	325.00	650.00
10/08/03	S. Avila	Cash Mgmt	Review and DIP banking requirements and discuss with B. Vazoulas (GMI)	0:24	475.00	190.00
10/08/03	S. Avila	Cash Mgmt	Review and revise weekly cash and operating report.	0:18	475.00	142.50
10/08/03	S. Avila	Cash Mgmt	Review correspondence from R. Feinstein (PSZYJW) re: cash control agreement.	0:12	475.00	95.00
10/09/03	D. Dixon	Cash Mgmt	Update bank account information and provide summary with explanations to C. Chartouni.	0:42	390.00	273.00
10/09/03	D. Dixon	Cash Mgmt	Analyze cash position based on collections and week to date payments. Update daily cash flow model.	0:36	390.00	234.00
10/09/03	D. Dixon	Cash Mgmt	Discuss fund request with J. Naccarato	0:12	390.00	78.00
10/09/03	D. Dixon	Cash Mgmt	Update daily cash flow model using most current results. Review on-line balances.	0:24	390.00	156.00

Date	Name	Activity	Description	Time	Rate	Fee
10/09/03	JC Crouse	Cash Mgmt	Base Case business plan revisions - adjust for new cost per issue and associated print runs	2:50	325.00	920.83
10/09/03	JC Crouse	Cash Mgmt	Draft email to UCC counsel, Debtor Counsel, DIP lender counsel re stipulation and assignment	0:30	325.00	162.50
10/09/03	JC Crouse	Cash Mgmt	Follow up with UCC counsel, Debtor Counsel, DIP lender counsel re stipulation and assignment	0:24	325.00	130.00
10/09/03	JC Crouse	Cash Mgmt	Meeting with Hal Halpner to review manufacturing cost savings in Restructured Business Plan	2:50	325.00	920.83
10/09/03	JC Crouse	Cash Mgmt	Restructured Business Plan - Redesign of Organization and associated impact	2:50	325.00	920.83
10/09/03	JC Crouse	Cash Mgmt	Restructured Business plan revisions - Insert manufacturing cost savings	2:50	325.00	920.83
10/14/03	D. Dixon	Cash Mgmt	Discuss cash request procedures with Maria in the legal department.	0:12	390.00	78.00
10/14/03	D. Dixon	Cash Mgmt	Lead staff meeting to discuss cash needs for the next two weeks.	0:40	390.00	260.00
10/14/03	D. Dixon	Cash Mgmt	Prepare cash management tool to review in staff meeting.	0:30	390.00	195.00
10/14/03	D. Dixon	Cash Mgmt	Review cash position through w/e 10/12 and update daily cash flow model.	1:00	390.00	390.00
10/15/03	D. Dixon	Cash Mgmt	Follow up with C. Chartouni regarding completing cash control agreements	0:06	390.00	39.00
10/15/03	D. Dixon	Cash Mgmt	Complete draft of the weekly cash and operating report and circulate to CRP team.	1:12	390.00	468.00
10/15/03	D. Dixon	Cash Mgmt	Finalize new depository account details with B. Vazoulas.	0:24	390.00	156.00
10/15/03	D. Dixon	Cash Mgmt	Finalize weekly cash report and distribute to interested parties.	0:18	390.00	117.00
10/15/03	D. Dixon	Cash Mgmt	Print out open payables report from Lawson accounting system.	0:12	390.00	78.00
10/15/03	D. Dixon	Cash Mgmt	Review approve invoices for employee travel and miscellaneous admin charges.	0:24	390.00	156.00
10/15/03	D. Dixon	Cash Mgmt	Review open payables report to determine who to pay	0:24	390.00	156.00
10/15/03	D. Dixon	Cash Mgmt	Supervise vendor payment process with R. Galloway.	0:06	390.00	39.00
10/15/03	D. Dixon	Cash Mgmt	Update daily cash model with actual results and review results.	0:36	390.00	234.00
10/16/03	D. Dixon	Cash Mgmt	Analyze additional info from Curtis, revise advance analysis and distribute.	1:20	390.00	520.00
10/16/03	D. Dixon	Cash Mgmt	Email accounting staff regarding process for handling Curtis payments.	0:12	390.00	78.00
10/16/03	D. Dixon	Cash Mgmt	Follow up with B. Vazoulas regarding the depository account. Provide additional direction in getting bank changed to comply with the control agreement.			
			Strategize arrangement with credit card service providers.	0:48	390.00	312.00
10/16/03	D. Dixon	Cash Mgmt	Analyze the detail support for Curtis payments, compare actuals to plan and complete presentation summarizing findings. Email results to C. Crouse, S. Avila and R. Feinstein. Email results to D. Crocetti (Curtis) requesting explanation for variances.	1:08	390.00	442.00
10/16/03	D. Dixon	Cash Mgmt	Coordinate discussion regarding loan payment between J. Naccarato and C. Chartouni.	0:12	390.00	78.00
10/16/03	D. Dixon	Cash Mgmt	Follow up with D. Crocetti (Curtis) regarding payments made GMI	0:12	390.00	78.00
10/16/03	D. Dixon	Cash Mgmt	Review on-line cash balances and detail.	0:12	390.00	78.00

Date	Name	Activity	Description	Time	Rate	Fee
10/16/03	D. Dixon	Cash Mgmt	Supervise the process of selecting vendors for payment, discuss with J. Winder and R. Galloway (GMI)			
10/20/03	D. Dixon	Cash Mgmt	Review Curtis advances with B. Vazoulas, double check for accuracy/reasonability.	0:42	390.00	273.00
10/20/03	D. Dixon	Cash Mgmt	Review vendor payment obligations and develop payment plan with R. Galloway.	0:42	390.00	273.00
10/20/03	D. Dixon	Cash Mgmt	Revise credit card processing procedures with M. McNicholas and B. Vazoulas.	0:18	390.00	117.00
10/20/03	D. Dixon	Cash Mgmt	Update daily cash model with actuals results through 10/19 and analyze the results.	1:30	390.00	585.00
10/21/03	D. Dixon	Cash Mgmt	Coordinate cash payments to vendors with R. Galloway based on information from the staff meeting.			
10/21/03	D. Dixon	Cash Mgmt	Email M. McNicholas and B. Vazoulas regarding updates on credit card processors.	0:12	390.00	78.00
10/21/03	D. Dixon	Cash Mgmt	Meet with H. Halpner to discuss costs of production past and future.	0:06	390.00	39.00
10/21/03	D. Dixon	Cash Mgmt	Modify weekly report for additional information.	0:18	390.00	117.00
10/21/03	D. Dixon	Cash Mgmt	Prepare discussion document regarding cash for the staff meeting.	0:12	390.00	78.00
10/21/03	D. Dixon	Cash Mgmt	Prepare for meeting with H. Halpner to discuss production costs.	0:24	390.00	156.00
10/21/03	D. Dixon	Cash Mgmt	Provide direction to R. Galloway and J. Winder regarding vendor payments.	0:18	390.00	117.00
10/21/03	D. Dixon	Cash Mgmt	Review and approve promotional expense submitted by J. Gallo.	0:12	390.00	78.00
10/21/03	D. Dixon	Cash Mgmt	Review on-line banking detail confirming receipt of Curtis advance.	0:12	390.00	78.00
10/21/03	D. Dixon	Cash Mgmt	Review on-line cash detail for the operating account.	0:12	390.00	78.00
10/21/03	D. Dixon	Cash Mgmt	Supervise selection and classifications for various vendors, review with R. Galloway.	0:24	390.00	156.00
10/21/03	D. Dixon	Cash Mgmt	Update the weekly cash models, analyze results for the week ending 10/19/03 and draft weekly cash and operating report.			
10/22/03	D. Dixon	Cash Mgmt	Coordinate control agreement procedures with C. Chartouni.	2:48	390.00	1,092.00
10/22/03	D. Dixon	Cash Mgmt	Finalize and distribute the weekly cash report.	0:30	390.00	195.00
10/22/03	D. Dixon	Cash Mgmt	Review on-line cash details and discuss with R. Galloway.	0:12	390.00	78.00
10/22/03	D. Dixon	Cash Mgmt	0:12	390.00	78.00	
10/22/03	D. Dixon	Cash Mgmt	Review production cost needs with H. Halpner, confirm plan.	0:18	390.00	117.00
10/22/03	D. Dixon	Cash Mgmt	Review vendor payment needs with R. Galloway.	0:18	390.00	117.00
10/22/03	D. Dixon	Cash Mgmt	Revise and update weekly cash report.	0:48	390.00	312.00
10/23/03	D. Dixon	Cash Mgmt	Coordinate cash requirement discussions regarding Clifford paper need. Discuss with H. Halpner and R. Galloway. Strategize alternatives. Discuss with Clifford paper reps.			
10/23/03	D. Dixon	Cash Mgmt	Coordinate procedures with C. Chartouni (Schulte) to try to get cash control agreement finalized and in place.	0:48	390.00	312.00
10/23/03	D. Dixon	Cash Mgmt	Phone meeting with C. Chartouni and B. Vazoulas followed by call with N. Hong (Pachulski) and B. Vazoulas.			
10/27/03	D. Dixon	Cash Mgmt	Begin draft of weekly cash/operations report for the week ending 10/26.	0:36	390.00	234.00
10/27/03	D. Dixon	Cash Mgmt		0:54	390.00	351.00

Date	Name	Activity	Description	Time	Rate	Fee
10/27/03	D. Dixon	Cash Mgmt	Review and provide comments on the cash control agreement received from N. Hong (Pachulski) Review with B. Vazoulas.	0:42	390.00	273.00
10/27/03	D. Dixon	Cash Mgmt	Review and coordinate vendor payment issues with R. Galloway.	0:42	390.00	273.00
10/27/03	D. Dixon	Cash Mgmt	Review and discuss the cash control agreement with B. Vazoulas, request that he follow up with counsel to complete.	0:30	390.00	195.00
10/27/03	D. Dixon	Cash Mgmt	Review on-line banking details for cash accounts.	0:18	390.00	117.00
10/27/03	D. Dixon	Cash Mgmt	Update daily cash model with actuals through 10/26.			
10/28/03	D. Dixon	Cash Mgmt	Analyze results and follow up with staff on questions.	1:12	390.00	468.00
10/28/03	D. Dixon	Cash Mgmt	Update and review the weekly cash/operating report for the week ending 10/26/03.	0:48	390.00	312.00
10/28/03	D. Dixon	Cash Mgmt	Prepare discussion document regarding cash for staff meeting.	0:24	390.00	156.00
10/28/03	D. Dixon	Cash Mgmt	Review and coordinate vendor payments with R. Galloway.	0:42	390.00	273.00
10/28/03	D. Dixon	Cash Mgmt	Review professional fee invoices and summarize obligations.	0:36	390.00	234.00
10/28/03	D. Dixon	Cash Mgmt	Update daily cash model and extend weeks presented.	1:18	390.00	507.00
10/29/03	D. Dixon	Cash Mgmt	Coordinate vendor payments with J. Winder & R. Galloway.	0:24	390.00	156.00
10/29/03	D. Dixon	Cash Mgmt	Finalize and distribute the weekly cash report for the week ending 10/26/03.	0:36	390.00	234.00
10/29/03	D. Dixon	Cash Mgmt	Update daily cash model with actual results. Update budget information and extend the number of weeks in the model to mid January.	1:12	390.00	468.00
10/29/03	S. Avila	Cash Mgmt	Develop template to track professional fees and disbursements.	0:18	475.00	142.50
10/30/03	D. Dixon	Cash Mgmt	Gather and send financial data to J. Naccarato through Sep 03.	0:30	390.00	195.00
10/30/03	D. Dixon	Cash Mgmt	Model professional fee summary to capture fees and expenses by group.	0:24	390.00	156.00
10/30/03	D. Dixon	Cash Mgmt	Review tax payment requirements with S. Herman.	0:18	390.00	117.00
10/30/03	D. Dixon	Cash Mgmt	Coordinate vendor payments with R. Galloway, analyze payments compared to plan.	0:48	390.00	312.00
10/30/03	D. Dixon	Cash Mgmt	Follow up on check run for the week, coordinate classifications with J. Winder and R. Galloway.	0:30	390.00	195.00
10/30/03	D. Dixon	Cash Mgmt	Research fund requirements, review with R. Galloway and prepare fund request form.	0:42	390.00	273.00
10/30/03	S. Avila	Cash Mgmt	Draft correspondence to R. Feinstein (PSZYJW) re: Professional fee tracking August and September	0:12	475.00	95.00
10/30/03	S. Avila	Cash Mgmt	Review professional fee tracking schedule prepared by D. Dixon (CRP)	0:12	475.00	95.00
10/30/03	S. Avila	Cash Mgmt	Draft correspondence to D. Dixon (CRP) re: cash flow projections	0:12	475.00	95.00
11/03/03	D. Dixon	Cash Mgmt	Analyze and research information relating to royalty, advertising and other income from Club de Player, Inc.	2:32	390.00	988.00
11/03/03	D. Dixon	Cash Mgmt	Coordinate professional fee payments with R. Galloway.	0:18	390.00	117.00
11/03/03	D. Dixon	Cash Mgmt	Research and respond to questions from N. Hong (Pachulski) regarding cash control agreement.	0:24	390.00	156.00
11/03/03	D. Dixon	Cash Mgmt	Research AR balances for Image Entertainment, incorporate data into final collections notice.	0:18	390.00	117.00

Date	Name	Activity	Description	Time	Rate	Fee
11/03/03	D. Dixon	Cash Mgmt	Review and analyze interest charges. Compare to plan, identify and summarize variances.	1:06	390.00	429.00
11/03/03	D. Dixon	Cash Mgmt	Review and discuss cash requirements for operations with H. Halpner and follow up with R. Galloway regarding payments to vendors.	0:54	390.00	351.00
11/03/03	D. Dixon	Cash Mgmt	Review and recommend changes to Image Entertainment collection paper work. Discuss arrangements with J. Lagrotte.	0:36	390.00	234.00
11/03/03	D. Dixon	Cash Mgmt	Update daily cash model and review results, research questions.	0:48	390.00	312.00
11/04/03	D. Dixon	Cash Mgmt	Begin draft on weekly cash & operating report for the week ending 11/2/03.	0:30	390.00	195.00
11/04/03	D. Dixon	Cash Mgmt	Update daily cash flow model. Revise presentation. Analyze results on a 4 and 5 week basis..	1:18	390.00	507.00
11/04/03	D. Dixon	Cash Mgmt	Coordinate and discuss vendor payments with R. Galloway.	0:36	390.00	234.00
11/04/03	D. Dixon	Cash Mgmt	Follow up with J. Winder and R. Galloway regarding interest and professional fee payments.	0:24	390.00	156.00
11/04/03	D. Dixon	Cash Mgmt	Modify DIP loan budget to include actual results and begin work on revising forecast for internal purposes.	1:12	390.00	468.00
11/04/03	D. Dixon	Cash Mgmt	Review details of online transactions at Wachovia.	0:12	390.00	78.00
11/04/03	D. Dixon	Cash Mgmt	Review vendor and payment issues with R. Galloway and J. Winder.	0:24	390.00	156.00
11/04/03	D. Dixon	Cash Mgmt	Update financial reporting model to include August and September results. Analyze results and discuss with B. Vazoulas and A. Maniscalco.	1:12	390.00	468.00
11/05/03	D. Dixon	Cash Mgmt	Compare and analyze the 11/4 Curtis advance to the plan.	0:24	390.00	156.00
11/05/03	D. Dixon	Cash Mgmt	Discuss video and warehouse issues with J. Lagrotte.	0:18	390.00	117.00
11/05/03	D. Dixon	Cash Mgmt	Finalize the weekly cash & operations report for the week ending 11/2.	2:42	390.00	1,053.00
11/05/03	D. Dixon	Cash Mgmt	Research with J. Gallo (GMI) and D. Crocetti (Curtis) advance made on 11/4 for new publications.	0:30	390.00	195.00
11/05/03	D. Dixon	Cash Mgmt	Review cash detail on-line for the Wachovia accounts.	0:12	390.00	78.00
11/05/03	D. Dixon	Cash Mgmt	Strategize restructuring ideas for the accounting department with B. Vazoulas. Follow up on research progress and discuss valuation issues relative to the Art Holding assets.	1:06	390.00	429.00
11/06/03	D. Dixon	Cash Mgmt	Review and sign Clifford assignment, coordinate notary signature and forwarding to Curtis.	0:24	390.00	156.00
11/06/03	D. Dixon	Cash Mgmt	Discuss and manage vendor payment issues with R. Galloway in anticipation of his week's vacation.	0:30	390.00	195.00
11/06/03	D. Dixon	Cash Mgmt	Research additional data relating to financial results through Sep03, summarize results.	0:36	390.00	234.00
11/06/03	D. Dixon	Cash Mgmt	Review and update internal weekly cash flow model through 2/29/04.	0:42	390.00	273.00
11/06/03	D. Dixon	Cash Mgmt	Review financials through Sep03 and internal weekly cash flow forecast with S. Avila.	0:30	390.00	195.00
11/06/03	D. Dixon	Cash Mgmt	Update daily cash model and review results. Review on-line bank details.	0:36	390.00	234.00
11/10/03	D. Dixon	Cash Mgmt	Meet with J. Winder (GMI) to discuss cash reporting needs.	0:24	390.00	156.00
11/10/03	D. Dixon	Cash Mgmt	Review on-line detail for the Wachovia account. Compare balances on-line to reported cash balances.	0:36	390.00	234.00

Date	Name	Activity	Description	Time	Rate	Fee
11/10/03	D. Dixon	Cash Mgmt	Update the daily cash model and modify presentation pages to include results through 11/7/03.	0:48	390.00	312.00
11/11/03	D. Dixon	Cash Mgmt	Complete a draft of the weekly cash & operating report. Submit to S. Avila and C. Crouse review.	2:48	390.00	1,092.00
11/11/03	D. Dixon	Cash Mgmt	Coordinate and implement revisions to the daily cash reporting model with J. Winder.	0:48	390.00	312.00
11/11/03	D. Dixon	Cash Mgmt	Develop vendor payment plan for the week with J. Winder.	0:36	390.00	234.00
11/11/03	D. Dixon	Cash Mgmt	Meet with H. Halpner to discuss and request research on actual results for expenditures in printing and distribution costs.	0:36	390.00	234.00
11/11/03	D. Dixon	Cash Mgmt	Modify weekly cash and operating report after feedback from S. Avila and C. Crouse.	0:54	390.00	351.00
11/12/03	D. Dixon	Cash Mgmt	Review base case model with C. Crouse for 2004.	1:00	390.00	390.00
11/12/03	D. Dixon	Cash Mgmt	Brief review of current revision of the cash control agreement.	0:18	390.00	117.00
11/12/03	D. Dixon	Cash Mgmt	Discuss 11/11 Curtis advance with J. Winder, request additional detail.	0:12	390.00	78.00
11/12/03	D. Dixon	Cash Mgmt	Finalize and distribute weekly cash & operating report for the week ending 11/9.	2:12	390.00	858.00
11/12/03	D. Dixon	Cash Mgmt	Review bank activity on-line for the Wachovia account.	0:18	390.00	117.00
11/12/03	D. Dixon	Cash Mgmt	Review with H. Halpner payments for printing and distribution for the last 6 weeks.	0:18	390.00	117.00
11/17/03	D. Dixon	Cash Mgmt	Review cash control plan agreement and discuss with B. Vazoulas.	0:24	390.00	156.00
11/17/03	D. Dixon	Cash Mgmt	Investigate collection results and credit card processing payments with B. Vazoulas.	0:36	390.00	234.00
11/17/03	D. Dixon	Cash Mgmt	Manage AP issues and discuss with R. Galloway.	0:48	390.00	312.00
11/17/03	D. Dixon	Cash Mgmt	Update daily cash flow model with actual results.	0:36	390.00	234.00
11/18/03	D. Dixon	Cash Mgmt	Follow up with N. Hong (Pachulski) regarding cash control agreement.	0:06	390.00	39.00
11/18/03	D. Dixon	Cash Mgmt	Review data and email questions to J. Winder & R. Galloway regarding questions on cash issues for the week ending 11/16.	0:12	390.00	78.00
11/18/03	D. Dixon	Cash Mgmt	Review the Wachovia bank on-line detail and compare it to the daily cash sheets.	0:18	390.00	117.00
11/18/03	D. Dixon	Cash Mgmt	Update cash information for the week ending 11/16 and begin drafting weekly report.	2:06	390.00	819.00
11/19/03	D. Dixon	Cash Mgmt	Prepare professional fee forecast and distribute requesting confirmation.	0:42	390.00	273.00
11/19/03	D. Dixon	Cash Mgmt	Review revised cash control agreement and discuss with B. Vazoulas.	0:18	390.00	117.00
11/19/03	D. Dixon	Cash Mgmt	Create cash analysis for paying paper costs earlier than planned, summarize and submit comparison.	1:18	390.00	507.00
11/19/03	D. Dixon	Cash Mgmt	Finalize weekly cash/operating report and distribute.	0:54	390.00	351.00
11/19/03	D. Dixon	Cash Mgmt	Manage process for submitting a fund request.	0:36	390.00	234.00
11/19/03	D. Dixon	Cash Mgmt	Manage vendor payment issues with J. Winder and R. Galloway.	0:18	390.00	117.00
11/19/03	D. Dixon	Cash Mgmt	Review and strategize cash needs for w/e 11/23 and 11/30. Discuss with R. Galloway.	0:18	390.00	117.00
11/19/03	S. Avila	Cash Mgmt	Review and revise cash projections assuming GMI is not able to obtain assignments.	0:48	475.00	380.00
11/20/03	D. Dixon	Cash Mgmt	Develop a framework for the sources and uses for the plan of reorganization	0:24	390.00	156.00
11/20/03	D. Dixon	Cash Mgmt	Modify cash budget assuming no assignments. Adjust timing and review results.	0:54	390.00	351.00

Date	Name	Activity	Description	Time	Rate	Fee
11/20/03	D. Dixon	Cash Mgmt	Review cash management issues with R. Galloway.	0:36	390.00	234.00
11/20/03	D. Dixon	Cash Mgmt	Review direct costs and prepare analysis, discuss with H. Halpner (GMI).	0:30	390.00	195.00
11/20/03	D. Dixon	Cash Mgmt	Review online detail for the Wachovia bank accounts, analyze detail.	0:18	390.00	117.00
11/21/03	D. Dixon	Cash Mgmt	Model analysis for sources and uses of funds for a likely outcome bankruptcy proceedings.	4:00	390.00	1,560.00
11/21/03	S. Avila	Cash Mgmt	Review revised cash flow projections prepared by D. Dixon (CRP) excluding assignments for the period through 2/20	0:30	475.00	237.50
11/24/03	D. Dixon	Cash Mgmt	Update weekly cash model, modify for new bondholder expenses, request additional info to complete.	0:42	390.00	273.00
11/24/03	D. Dixon	Cash Mgmt	Phone meeting with S. Avila regarding cash requirements for the week.	0:12	390.00	78.00
11/24/03	D. Dixon	Cash Mgmt	Manage cash issues for the week with R. Galloway.	0:18	390.00	117.00
11/24/03	D. Dixon	Cash Mgmt	Phone meeting with R. Galloway regarding cash requirements for the week.	0:12	390.00	78.00
11/24/03	D. Dixon	Cash Mgmt	Prepare documents to request additional funding for the DIP loan, circulate to S. Avila for approval and forward to J. Naccarato for processing.	0:42	390.00	273.00
11/24/03	D. Dixon	Cash Mgmt	Update daily cash model to include actual results for the week ending 11/23/03. Briefly review results.	0:36	390.00	234.00
12/1/03	D. Dixon	Cash Mgmt	Meeting with R. Galloway regarding cash transactions for the week ending 11/30.	0:36	390.00	234.00
12/1/03	D. Dixon	Cash Mgmt	Review cash balances from daily worksheets.	0:18	390.00	117.00
12/1/03	D. Dixon	Cash Mgmt	Analyze interest calculation from DIP lender and prepare correction notice.	0:42	390.00	273.00
12/1/03	D. Dixon	Cash Mgmt	Review and respond to various emails.	0:48	390.00	312.00
12/1/03	D. Dixon	Cash Mgmt	Analyze potential DIP lender cash flow forecast and summarize results, comparing forecast to latest cash flow information.	3:18	390.00	1,287.00
12/1/03	D. Dixon	Cash Mgmt	Modify the DIP loan budget and update assumptions, review results.	1:48	390.00	702.00
12/1/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: revised DIP budget	0:12	475.00	95.00
12/1/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein re: revised DIP budget	0:12	475.00	95.00
12/1/03	S. Avila	Cash Mgmt	Review M. Bell Capital Cash flow projections re: DIP financing agreement.	0:24	475.00	190.00
12/1/03	S. Avila	Cash Mgmt	Telephone conversation with M. Bell re: DIP budget	0:12	475.00	95.00
12/1/03	S. Avila	Cash Mgmt	Telephone conversation with the counsel for M. Bell Capital re: Cash flow budget	0:06	475.00	47.50
12/1/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: DIP budget and various covenants.	0:12	475.00	95.00
12/1/03	S. Avila	Cash Mgmt	Review revised DIP budget	0:18	475.00	142.50
12/1/03	S. Avila	Cash Mgmt	Review cash budget prepared by M. Bell Capital.	0:12	475.00	95.00
12/2/03	D. Dixon	Cash Mgmt	Review the revised budget from R. Mitra (Marc Bell), return comments and copy counsel.	0:36	390.00	234.00
12/2/03	D. Dixon	Cash Mgmt	Review analysis of creditor classes and sources/uses of proceeds through the confirmation.	1:24	390.00	546.00
12/2/03	D. Dixon	Cash Mgmt	Prepare an income statement and balance sheet for 2002 for use in the disclosure statement.	0:24	390.00	156.00
12/2/03	D. Dixon	Cash Mgmt	Meeting with R. Galloway to plan cash requirements for the week.	0:18	390.00	117.00
12/2/03	D. Dixon	Cash Mgmt	Prepare discussion document for staff meeting for cash management issues.	0:42	390.00	273.00

Date	Name	Activity	Description	Time	Rate	Fee
12/2/03	D. Dixon	Cash Mgmt	Meeting with D. Brenner regarding changes in advertising sales for December and January as well as updates on collection efforts.	0:24	390.00	156.00
12/2/03	D. Dixon	Cash Mgmt	Lead meeting with J. Winder and R. Galloway to determine cash requirements for the week.	0:54	390.00	351.00
12/2/03	D. Dixon	Cash Mgmt	Analyze cash requirements and collections; prepare fund request and submit to DIP lender.	0:42	390.00	273.00
12/2/03	D. Dixon	Cash Mgmt	Update the weekly cash model with results for the week ending 11/30.	0:42	390.00	273.00
12/2/03	D. Dixon	Cash Mgmt	Analyze weekly financial results compared to DIP plan.	0:36	390.00	234.00
12/2/03	D. Dixon	Cash Mgmt	Prepare weekly cash & operating report and submit to CRP team for edits.	2:06	390.00	819.00
12/2/03	D. Dixon	Cash Mgmt	Edit the weekly report, review and prepare to distribute.	0:54	390.00	351.00
12/2/03	D. Dixon	Cash Mgmt	Review professional fee estimates and compare to October invoices.	0:24	390.00	156.00
12/2/03	D. Dixon	Cash Mgmt	Review and approve vendor payment requests, manage vendor payment issues.	0:36	390.00	234.00
12/2/03	S. Avila	Cash Mgmt	Review and revise draft of new DIP budget	0:30	475.00	237.50
12/3/03	D. Dixon	Cash Mgmt	Update the professional fees forecast & analysis with additional actual and updated info.	0:36	390.00	234.00
12/3/03	D. Dixon	Cash Mgmt	Discussion with B. Vazoulas regarding credit card processor contract & payment issues and alternatives.	0:24	390.00	156.00
12/3/03	D. Dixon	Cash Mgmt	Review financial results and DIP loan budgets, forward analysis and info to team.	0:36	390.00	234.00
12/3/03	D. Dixon	Cash Mgmt	Review bank balances on line and download November bank statements and convert to PDF.	0:30	390.00	195.00
12/3/03	D. Dixon	Cash Mgmt	Manage vendor payment issues with Garden City.	0:12	390.00	78.00
12/3/03	D. Dixon	Cash Mgmt	Manage vendor issues with R. Galloway.	0:24	390.00	156.00
12/3/03	D. Dixon	Cash Mgmt	Finalize and distribute the weekly cash report.	0:18	390.00	117.00
12/3/03	S. Avila	Cash Mgmt	Review and revise draft of DIP financing agreement	0:42	475.00	332.50
12/4/03	D. Dixon	Cash Mgmt	Manage cash requirements and payments, discuss with R. Galloway.	0:42	390.00	273.00
12/4/03	D. Dixon	Cash Mgmt	Check bank balances on line and follow up on fund request.	0:18	390.00	117.00
12/8/03	D. Dixon	Cash Mgmt	Review interest calculations prepared by B. Vazoulas for minimum sale price calculations.	0:12	390.00	78.00
12/8/03	D. Dixon	Cash Mgmt	Review on-line bank balances and Friday cash reports.	0:36	390.00	234.00
12/8/03	D. Dixon	Cash Mgmt	Investigate credit card processing fees, discuss with M. McNicholas.	0:24	390.00	156.00
12/8/03	D. Dixon	Cash Mgmt	Email R. Galloway regarding attorney fee payment by senior lender.	0:06	390.00	39.00
12/8/03	D. Dixon	Cash Mgmt	Manage vendor payment issues with J. Winder, review requirements and determine payments.	0:42	390.00	273.00
12/8/03	D. Dixon	Cash Mgmt	Update the weekly cash reporting model with actual results for the week ending 12/7	0:36	390.00	234.00
12/8/03	D. Dixon	Cash Mgmt	Model variance report comparing actual spending for printing, paper and distribution costs compared to planned costs. Forward findings to H. Halpner for explanations.	1:54	390.00	741.00
12/8/03	D. Dixon	Cash Mgmt	Manage cash relative to advertising cost requirements for the bar date announcement, coordinate with M. Bove (Pachulski) and J. Winder/R. Galloway.	0:12	390.00	78.00

Date	Name	Activity	Description	Time	Rate	Fee
12/8/03	D. Dixon	Cash Mgmt	Cash management review relating to print cost requirements as submitted by H. Halpner.	0:12	390.00	78.00
12/9/03	D. Dixon	Cash Mgmt	Review online bank balances and cash activity from the prior day.	0:36	390.00	234.00
12/9/03	D. Dixon	Cash Mgmt	Manage vendor payment issues with J. Winder. Follow up on previous day's activity.	0:30	390.00	195.00
12/9/03	S. Avila	Cash Mgmt	Preparation for hearing on DIP financing and exclusivity (12/10/03).	1:18	475.00	617.50
12/10/03	D. Dixon	Cash Mgmt	Manage and review cash requirements for the week with R. Galloway.	0:42	390.00	273.00
12/10/03	D. Dixon	Cash Mgmt	Update weekly cash flow model with actuals and analyze results.	1:06	390.00	429.00
12/10/03	D. Dixon	Cash Mgmt	Research and resolve discrepancies in weekly cash reporting.	0:24	390.00	156.00
12/10/03	D. Dixon	Cash Mgmt	Draft the weekly cash & operating report for the week ending 12/7/03	1:18	390.00	507.00
12/10/03	D. Dixon	Cash Mgmt	Follow up on 401k funding issues with R. Galloway and K. Fuchs.	0:18	390.00	117.00
12/10/03	D. Dixon	Cash Mgmt	Email M. Bove regarding new DIP fund request procedures.	0:06	390.00	39.00
12/10/03	D. Dixon	Cash Mgmt	Complete revisions to weekly cash/operating report.	0:36	390.00	234.00
12/10/03	D. Dixon	Cash Mgmt	Review fund requests and discuss with J. Winder and R. Galloway.	1:18	390.00	507.00
12/11/03	D. Dixon	Cash Mgmt	Determine cash requirements for the week, analyze cash flows, create and distribute fund request.	1:06	390.00	429.00
12/11/03	D. Dixon	Cash Mgmt	Review vendor management and payment issues with R. Galloway.	0:36	390.00	234.00
12/11/03	S. Avila	Cash Mgmt	Review and revise weekly cash management report	0:36	475.00	285.00
12/12/03	S. Avila	Cash Mgmt	Discussions with R. Galloway (GMI) re: DIP funding request.	0:12	475.00	95.00
12/12/03	S. Avila	Cash Mgmt	Telephone conversation with R. Feinstein (PSZYJW) re: payment request	0:06	475.00	47.50
12/12/03	S. Avila	Cash Mgmt	Review professional fee administrative order	0:24	475.00	190.00
12/12/03	S. Avila	Cash Mgmt	Various telephone conversations with potential investors re: status of restructuring process	0:24	475.00	190.00
		<b>Cash Mgmt Total</b>		<b>472.35</b>		<b>187,396.41</b>
08/12/03	D. Dixon	Creditor Mgmt/ Communication	Conference call with key vendors, question and answer session.	0:45	390.00	292.50
08/12/03	D. Dixon	Creditor Mgmt/ Communication	Discuss AP reporting needs and vendor management issues with Richard G. and Jennifer W.	1:00	390.00	390.00
08/12/03	JC Crouse	Creditor Mgmt/ Communication	Set up global email and hotline voice mail for BK questions	0:30	325.00	162.50
08/12/03	JC Crouse	Creditor Mgmt/ Communication	Vendor conference call	0:45	325.00	243.75
08/12/03	S. Avila	Creditor Mgmt/ Communication	Send correspondence to D. Dixon (CRP) re: draft letter to vendors.	0:36	475.00	285.00
08/13/03	D. Dixon	Creditor Mgmt/ Communication	Develop and review script for AP staff to use in vendor management issues.	1:30	390.00	585.00
08/13/03	D. Dixon	Creditor Mgmt/ Communication	Discussions with accounting staff regarding cash and vendor management issues.	1:00	390.00	390.00
08/13/03	JC Crouse	Creditor Mgmt/ Communication	Meeting with Frank Devino on communication with artists	0:30	325.00	162.50
08/13/03	JC Crouse	Creditor Mgmt/ Communication	Review video contract issues and communication plans with Jeff Lagrotte	1:15	325.00	406.25
08/13/03	JC Crouse	Creditor Mgmt/ Communication	Meet with Dottie Meyers re communication PETS	0:30	325.00	162.50

Date	Name	Activity	Description	Time	Rate	Fee
08/13/03	JC Crouse	Creditor Mgmt/ Communication	Develop action plan for communications with key vendors	0:30	325.00	162.50
08/13/03	JC Crouse	Creditor Mgmt/ Communication	check emails and voice mails on hotline	0:30	325.00	162.50
08/13/03	JC Crouse	Creditor Mgmt/ Communication	Develop action plan for communications with key vendors	0:30	325.00	162.50
08/13/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with S. Allen (BMC) re: claims agent.	0:30	475.00	237.50
08/13/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with L. Recano (Donlin & Recano) re: claims agent.	0:24	475.00	190.00
08/13/03	S. Avila	Creditor Mgmt/ Communication	Discussions with D. Meyer (GMI) re: communication program for GMI models.	0:36	475.00	285.00
08/13/03	S. Avila	Creditor Mgmt/ Communication	Meeting with G. Rojas (GMI) re: communication strategy for international group.	0:36	475.00	285.00
08/13/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with representative of Curtis re: post-petition operating issues.	0:18	475.00	142.50
08/14/03	D. Dixon	Creditor Mgmt/ Communication	Contact insurance brokers to notify of efforts for getting premiums paid. Review payroll summaries for 8/15 pay dates.	0:15	390.00	97.50
08/18/03	D. Dixon	Creditor Mgmt/ Communication	Update vendor script and review with Jennifer and Kathy. Discuss employee pay issues with Kathy. Strategize options for payment.	0:45	390.00	292.50
08/18/03	D. Dixon	Creditor Mgmt/ Communication	Call insurance brokers and discuss current funding delays of DIP loan and expected premium payments.	0:30	390.00	195.00
08/18/03	JC Crouse	Creditor Mgmt/ Communication	Create contributor vendor letter regarding August issue payment	0:30	325.00	162.50
08/18/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence and documents to review retention of Garden City as claims agent.	0:18	475.00	142.50
08/19/03	D. Dixon	Creditor Mgmt/ Communication	Discuss vendor issues with various department heads. Follow up with creditor script. Provide guidelines for payment.	0:30	390.00	195.00
08/19/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to various emails	0:15	390.00	97.50
08/19/03	D. Dixon	Creditor Mgmt/ Communication	Discuss vendor and employee issues with Richard, Bill and Kathy.	0:30	390.00	195.00
08/19/03	S. Avila	Creditor Mgmt/ Communication	Travel to and attend Unsecured Creditors Committee organizational meeting.	5:30	475.00	2,612.50
08/20/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails	0:15	390.00	97.50
08/20/03	JC Crouse	Creditor Mgmt/ Communication	Create comparison report on costs of claims agents	2:00	325.00	650.00
08/20/03	JC Crouse	Creditor Mgmt/ Communication	Resolve issue with foreign licensees and copyright of August content	1:00	325.00	325.00
08/20/03	S. Avila	Creditor Mgmt/ Communication	Meeting with R. Feinstein (PSZYJW) re: CRP retention issues; formation of UCC committee; telephone call with counsel for UCC Committee; and telephone call B. Katz (JHC) financial advisor to UCC.	2:06	475.00	997.50
08/20/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from R. Feinstein (PSZYJW) re: revised pricing from Garden City re: Claims & Noticing Agent	0:12	475.00	95.00
08/20/03	S. Avila	Creditor Mgmt/ Communication	Review Curtis Stipulation re: August assignment.	0:24	475.00	190.00
08/20/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from L. Recano (DR) re: Claims & Noticing Agent	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
08/20/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to R. Feinstein (PSZYJW) re: analysis of services and fees for claims and noticing agent.	0:18	475.00	142.50
08/20/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to R. Feinstein (PSZYJW) re: Claims and Noticing agent	0:12	475.00	95.00
08/20/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to E. Ellison (DR) re: questions on proposal to provide services as claims and noticing agent.	0:12	475.00	95.00
08/20/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to H. Halpner (GMI) re: Scarlet letters - request for post-petition payment on pre-petition debt.	0:12	475.00	95.00
08/20/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from J. Gallo (GMI) re: communications with ITM - fulfillment services.	0:12	475.00	95.00
08/20/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from J. Gallo (GMI) re: Palm Coast Data	0:06	475.00	47.50
08/20/03	S. Avila	Creditor Mgmt/Communication	Review and respond to information request from P. Runko (Quebecor) re: Post-petition printing of GMI publications.	0:24	475.00	190.00
08/20/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from J. Gallo (GMI) re: update on his discussions with Curtis.	0:12	475.00	95.00
08/20/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to J. Gallo (GMI) re: Palm Coast Data	0:06	475.00	47.50
08/20/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to D. Dixon (CRP) re: management of GMI vendors; and critical vendor issues.	0:06	475.00	47.50
08/21/03	D. Dixon	Creditor Mgmt/Communication	Prepare worksheet for department heads relating to critical vendors and vendors who provided work which has not been used. Circulate form requesting completion using specified criteria.	0:45	390.00	292.50
08/21/03	D. Dixon	Creditor Mgmt/Communication	Return calls to various creditors to discuss their situation relating to the bankruptcy proceedings-vendor management.	0:45	390.00	292.50
08/21/03	JC Crouse	Creditor Mgmt/Communication	Discuss content provider communication with Peter Bloch	0:30	325.00	162.50
08/21/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to R. Feinstein (PSZYJW) re: Claims and Noticing Agent	0:06	475.00	47.50
08/21/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to D. Dixon (CRP) re: UCC counsel and FA.	0:06	475.00	47.50
08/21/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from D. Dixon (CRP) re: communication to B. Katz (JHC)	0:06	475.00	47.50
08/21/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from D. Dixon (CRP) re: Critical Vendor and Other payment items.	0:12	475.00	95.00
08/21/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from P. Runko (Quebecor) re: post-petition printing	0:06	475.00	47.50
08/21/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Runko (Quebecor) re: post-petition services	0:30	475.00	237.50
08/21/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to B. Katz (JHC) re: Cash flow projections	0:12	475.00	95.00
08/21/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to P. Runko (Quebecor) re: response to information request.	0:06	475.00	47.50
08/22/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein (PSZYJW) re: Curtis Stipulation and meeting next week with counsel to UCC.	0:18	475.00	142.50
08/22/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to H. Halpner (GMI) re: 2003 projection schedule	0:12	375.00	75.00
08/22/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to C. Samel (GMI) re: 2003 production schedule.	0:18	375.00	112.50

Date	Name	Activity	Description	Time	Rate	Fee
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from R. Feinstein (PSZYJW) re: Revised Curtis Stipulation.	0:12	375.00	75.00
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from C. Crouse (CRP) re: various Video and internet issues.	0:18	375.00	112.50
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from C. Crouse (CRP) re: Management template - actions, issues, projects	0:12	375.00	75.00
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review minutes from Thursday management meeting.	0:12	375.00	75.00
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from H. Halpner (GMI) re: 2003 production schedule.	0:06	375.00	37.50
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from P. Runko (Quebecor) re: post-petition services.	0:12	475.00	95.00
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from B. Katz (JHC) re: GMI Cash flows	0:12	475.00	95.00
08/22/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from P. D'Auria (Lowenstein) re: Curtis stipulation	0:24	375.00	150.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails	0:30	390.00	195.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Discuss content provider payment issues with Peter B. and Frank D.	1:00	390.00	390.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Review payment issues with Dottie regarding critical vendors	0:30	390.00	195.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails.	0:30	390.00	195.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Discuss critical vendor information with Maria R.	0:30	390.00	195.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Provide direction to Jennifer on AP issues.	0:30	390.00	195.00
08/25/03	D. Dixon	Creditor Mgmt/ Communication	Finalize meeting with accountants for the creditors' committee, gather information in preparation of their visit.	0:30	390.00	195.00
08/25/03	JC Crouse	Creditor Mgmt/ Communication	Develop plan for paying post filing contributors to magazines with Pete Bloch, Frank Devino	1:30	325.00	487.50
08/25/03	JC Crouse	Creditor Mgmt/ Communication	Conference call with creditor accountants	1:00	325.00	325.00
08/25/03	JC Crouse	Creditor Mgmt/ Communication	Conference call with creditors	1:15	325.00	406.25
08/25/03	S. Avila	Creditor Mgmt/ Communication	Telephone conference with Unsecured Creditor's committee, UCC Counsel and UCC Accountants re: status report.	1:30	475.00	712.50
08/25/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with representatives of Clifford Paper re: Warehousing financing arrangement.	0:24	475.00	190.00
08/25/03	S. Avila	Creditor Mgmt/ Communication	Telephone call to misc. trade vendor re: post-petition services	0:12	475.00	95.00
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Discuss current issues related to breaking out pre- and post-petition AP's. with Richard G., Jennifer W. and Steve C.	0:45	390.00	292.50
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to correspondence regarding fund requests.	0:15	390.00	97.50
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Manage vendor issues, i.e., call and discuss individual situations. Discuss vendor management procedures with Richard and Jennifer	0:30	390.00	195.00
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Meet with Peter B. and establish payment terms for content providers post petition.	0:30	390.00	195.00
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Communicate post petition payment terms with Joe G.	0:15	390.00	97.50

Date	Name	Activity	Description	Time	Rate	Fee
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Communicate content provider payment terms post petition with Maria R., Jennifer W., and Richard G. Review and respond to emails.	0:15	390.00	97.50
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to information and data requests by the creditor committee accountants.	0:20	390.00	130.00
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Meet with accountants for creditors' committee to review basis for cash budget, general information of the company and new information since the filing.	0:40	390.00	260.00
08/26/03	D. Dixon	Creditor Mgmt/ Communication	Meeting to prepare summary presentation for bondholders	3:00	390.00	1,170.00
08/26/03	JC Crouse	Creditor Mgmt/ Communication	Meeting to review potential essential vendors	2:00	325.00	650.00
08/26/03	JC Crouse	Creditor Mgmt/ Communication	Create summary of essential vendors and amount owed for Chairman	1:00	325.00	325.00
08/26/03	JC Crouse	Creditor Mgmt/ Communication	Prepare for meeting with J. Naccarato (Cerberus), N. Goldman and D. Morgan (McKay)	1:00	325.00	325.00
08/26/03	S. Avila	Creditor Mgmt/ Communication	Meeting with J. Naccarato (Cerberus), N. Goldman and D. Morgan (McKay)	1:30	475.00	712.50
08/26/03	S. Avila	Creditor Mgmt/ Communication	Gather and fax additional information requested by creditor committee accountants	2:30	475.00	1,187.50
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Review critical vendors submitted by Dottie, select models, review outstanding balances and instruct Jennifer to cut checks.	1:30	390.00	585.00
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Review other critical vendors, select 2 additional vendors to total weekly budget, authorize payment.	0:20	390.00	130.00
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Communicate payments to vendors for promotions with Dottie. Communicate payments to vendors for advertising with Rich.	0:10	390.00	65.00
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Meet with Peter to discuss critical vendors relating to content materials. Finalize list, set up to pay next week.	0:20	390.00	130.00
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Return calls and emails to vendors discussing their specific situation relative to the bankruptcy.	0:30	390.00	195.00
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Phone conversations with Ray Platz with JH Cohn regarding additional info	0:15	390.00	97.50
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to vendors regarding their situation after the filing.	0:20	390.00	130.00
08/27/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails	0:15	390.00	97.50
08/27/03	S. Avila	Creditor Mgmt/ Communication	Telephone call to J. Naccarato (Cerberus) re: Clifford Paper agreement.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with counsel for UCC re: Clifford Paper agreement.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Telephone conference with P. Enright (Clifford) re: Clifford Paper Agreement.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from C. Calvosa (GMI) re: International publishing.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from L. Sutter (GMI) re: Image entertainment.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from H. Halpner (GMI) re: Vendor issues - Public Storage.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from R. Feinstein (PSZYJW) re: Clifford paper	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from D. Dixon (CRP) re: Contributor's payments	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from R. Feinstein (PSZYJW) re: Vendor issues	0:06	475.00	47.50
08/27/03	S. Avila	Creditor Mgmt/ Communication	Discussions with R. Feinstein (PSZYJW) re: CRP retention and Clifford issue	0:36	475.00	285.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Draft correspondence to L. Sutter (GMI) re: Image entertainment.	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Draft various correspondence to H. Halpner (GMI) re: Clifford agreement.	0:30	475.00	237.50
08/27/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with R. Platz (JHC) re: information request and UCC conference call scheduled for Thursday.	0:18	475.00	142.50
08/27/03	S. Avila	Creditor Mgmt/ Communication	Draft correspondence to P. Enright (Clifford) re: Clifford agreement	0:30	475.00	237.50
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from R. Feinstein (PSZYJW) re: UCC conference call	0:06	475.00	47.50
08/27/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from L. Sutter (GMI) re: Image Entertainment	0:12	475.00	95.00
08/27/03	S. Avila	Creditor Mgmt/ Communication	Draft correspondence to J. Naccarato (Cerberus) re: Penthouse Boutique	0:18	475.00	142.50
08/28/03	D. Dixon	Creditor Mgmt/ Communication	Respond to emails and phone calls, gather and send additional information to creditor committee accountants.	1:00	390.00	390.00
08/28/03	D. Dixon	Creditor Mgmt/ Communication	Provide direction to Richard and Jennifer regarding cash management and vendor payment issues.	1:00	390.00	390.00
08/28/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails and calls from vendors regarding the bankruptcy.	0:30	390.00	195.00
08/28/03	D. Dixon	Creditor Mgmt/ Communication	Review club license agreements and forward copies to JH Cohn.	0:15	390.00	97.50
08/28/03	JC Crouse	Creditor Mgmt/ Communication	Deal with storage vendor in California	1:00	325.00	325.00
08/28/03	S. Avila	Creditor Mgmt/ Communication	Various telephone calls with GMI vendors.	0:24	475.00	190.00
08/28/03	S. Avila	Creditor Mgmt/ Communication	Prepare for and participate in telephone conference with Unsecured Creditors Committee re: Curtis Assignment.	0:54	475.00	427.50
08/29/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails from vendors and employees.	0:20	390.00	130.00
08/29/03	S. Avila	Creditor Mgmt/ Communication	Call to J. Naccarato (Cerberus) re: Weekly report and default waiver.	0:06	475.00	47.50
08/29/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from R. Platz (JHC) re: Curtis agreement	0:06	475.00	47.50
08/29/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from L. Sutter (GMI) re: Curtis Agreement.	0:06	475.00	47.50
08/29/03	S. Avila	Creditor Mgmt/ Communication	Draft correspondence to R. Platz (JHC) re: Curtis Agreement.	0:06	475.00	47.50
09/02/03	D. Dixon	Creditor Mgmt/ Communication	Meeting with Peter B. to review vendor payment plans			
09/02/03	D. Dixon	Creditor Mgmt/ Communication		0:10	390.00	65.00
09/02/03	D. Dixon	Creditor Mgmt/ Communication	Meeting with Richard G. to provide direction on vendor management issues.	0:20	390.00	130.00
09/02/03	D. Dixon	Creditor Mgmt/ Communication	Discussion with P Bloch regarding vendor management issues.	0:06	390.00	39.00
09/02/03	D. Dixon	Creditor Mgmt/ Communication	Return phone calls and email messages from various vendors.	0:20	390.00	130.00
09/02/03	D. Dixon	Creditor Mgmt/ Communication	Strategize with Bill V. issues relating to Palm Coast, Paymentech and other credit card issues.	1:10	390.00	455.00
09/02/03	S. Avila	Creditor Mgmt/ Communication	Discussions with J. Gallo (GMI) re: Curtis meeting scheduled for 9/11	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
09/02/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence from D. Dixon (CRP) re: JH Cohen meeting.	0:12	475.00	95.00
09/02/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to J. Gallo and L. Sutter (GMI) re: Curtis Meeting.	0:18	475.00	142.50
09/02/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from L. Sutter (GMI) re: Curtis meeting.	0:12	475.00	95.00
09/02/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from D. Dixon (CRP) re: JH Cohen meeting	0:12	475.00	95.00
09/02/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from J. Gallo (GMI) re: Curtis meeting	0:06	475.00	47.50
09/02/03	S. Avila	Creditor Mgmt/Communication	Telephone conference with R. Feinstein (PSZYJW) and Curtis' counsel re: rescheduling meeting with Curtis.	0:18	475.00	142.50
09/02/03	S. Avila	Creditor Mgmt/Communication	Telephone conference with C. Zucker (JHC) re: meeting at GMI on 9/3	0:30	475.00	237.50
09/03/03	D. Dixon	Creditor Mgmt/Communication	Review outline for the UCC presentation for 9/8.	0:10	390.00	65.00
09/03/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to emails.	0:20	390.00	130.00
09/03/03	D. Dixon	Creditor Mgmt/Communication	Meet with Peter B. regarding paying content providers and freelance work.	0:25	390.00	162.50
09/03/03	D. Dixon	Creditor Mgmt/Communication	Review with staff regarding reporting needs for Curtis meeting, UCC meeting and Cohn meeting. Discuss reasons for non-payment of non-GMI expenses.	0:45	390.00	292.50
09/03/03	D. Dixon	Creditor Mgmt/Communication	Discuss and request additional information regarding the Curtis assignment with Bill V. and Richard G.	0:30	390.00	195.00
09/03/03	D. Dixon	Creditor Mgmt/Communication	Provide direction on payment issues for content providers with Maria R.	0:30	390.00	195.00
09/03/03	D. Dixon	Creditor Mgmt/Communication	Provide direction on vendor management issues with Jennifer and Richard.	0:20	390.00	130.00
09/03/03	D. Dixon	Creditor Mgmt/Communication	Meet JH Cohn representatives to discuss matters relating to unsecured creditors.	2:30	390.00	975.00
09/03/03	JC Crouse	Creditor Mgmt/Communication	Situation review and working lunch with JH Kohn	2:30	325.00	812.50
09/03/03	JC Crouse	Creditor Mgmt/Communication	Build straw outline and draft presentation for Unsecured Creditors Committee meeting	4:00	325.00	1,300.00
09/03/03	S. Avila	Creditor Mgmt/Communication	Discussions with R. Feinstein (PSZYJW) re: meeting with UCC scheduled for 9/8.	0:30	475.00	237.50
09/03/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from W. Vazoulas (GMI) re: Earl Miller's pre-petition debt	0:12	475.00	95.00
09/03/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with Earl Miller (Photographer) re: pre-petition debt	0:24	475.00	190.00
09/03/03	S. Avila	Creditor Mgmt/Communication	Meeting with representatives of JH Cohn re: review cash flow and operating issues.	2:48	475.00	1,330.00
09/03/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: weekly update	0:30	475.00	237.50
09/04/03	D. Dixon	Creditor Mgmt/Communication	Respond to data request from JH Cohn/UCC.	0:15	390.00	97.50
09/04/03	D. Dixon	Creditor Mgmt/Communication	Provide additional direction to Jeff M. regarding vendor management for videos.	0:30	390.00	195.00
09/04/03	D. Dixon	Creditor Mgmt/Communication	Provide direction to Jeff for vendor management relating to videos.	0:15	390.00	97.50
09/04/03	D. Dixon	Creditor Mgmt/Communication	Provide additional information to JH Cohn for UCC.	0:12	390.00	78.00
09/04/03	JC Crouse	Creditor Mgmt/Communication	Updates to UCC presentation	0:30	325.00	162.50

Date	Name	Activity	Description	Time	Rate	Fee
09/04/03	JC Crouse	Creditor Mgmt/ Communication	Work on UCC presentation schedules - variable margin by unit for publications	1:24	325.00	455.00
09/04/03	JC Crouse	Creditor Mgmt/ Communication	Work on UCC presentation schedules	0:45	325.00	243.75
09/04/03	JC Crouse	Creditor Mgmt/ Communication	Modifications to UCC presentation	1:15	325.00	406.25
09/04/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	1:54	325.00	617.50
09/05/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to emails.	0:30	390.00	195.00
09/05/03	D. Dixon	Creditor Mgmt/ Communication	Provide support and direction regarding vendor management with Jennifer and Richard.	0:30	390.00	195.00
09/05/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	0:15	325.00	81.25
09/05/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	0:30	325.00	162.50
09/05/03	JC Crouse	Creditor Mgmt/ Communication	Review and planned modification of UCC presentation - SA, DD, JCC	1:15	325.00	406.25
09/05/03	S. Avila	Creditor Mgmt/ Communication	Draft correspondence to R. Feinstein (PSZYJW) re: Landlord response to DIP motion	0:06	475.00	47.50
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from C. Crouse (CRP) re: UCC meeting.	0:06	475.00	47.50
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from D. Dixon (CRP) re: liquidating fees from UK	0:12	475.00	95.00
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from C. Crouse (CRP) re: UCC presentation	0:18	475.00	142.50
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from J. Gallo (GMI) re: Interstate Tele Marketing	0:18	475.00	142.50
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from L. Sutter (GMI) re: UCC meeting.	0:06	475.00	47.50
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from Simon Barnes re: servicing agreement.	0:18	475.00	142.50
09/05/03	S. Avila	Creditor Mgmt/ Communication	Telephone conference with R. Feinstein (PSZYJW) re: case update and preparation for UCC meeting	0:48	475.00	380.00
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review draft presentation to UCC	0:24	475.00	190.00
09/05/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from D. Dixon (CRP) re: Curtis agreement	0:12	475.00	95.00
09/06/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	4:00	325.00	1,300.00
09/06/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	0:30	325.00	162.50
09/06/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	8:00	325.00	2,600.00
09/06/03	S. Avila	Creditor Mgmt/ Communication	Preparation of presentation to unsecured creditors committee and its financial advisors	5:00	475.00	2,375.00
09/07/03	D. Dixon	Creditor Mgmt/ Communication	Prepare presentation package for unsecured creditors committee meeting.	3:30	390.00	1,365.00
09/07/03	JC Crouse	Creditor Mgmt/ Communication	Unsecured Creditors Committee (UCC) Meeting and Presentation	4:00	325.00	1,300.00
09/07/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation development	1:00	325.00	325.00
09/07/03	JC Crouse	Creditor Mgmt/ Communication	UCC presentation	3:00	325.00	975.00
09/07/03	S. Avila	Creditor Mgmt/ Communication	Preparation of creditor committee presentation.	6:30	475.00	3,087.50

Date	Name	Activity	Description	Time	Rate	Fee
09/08/03	D. Dixon	Creditor Mgmt/ Communication	Complete final packages and preparation for the unsecured creditors' committee meeting.	1:00	390.00	390.00
09/08/03	D. Dixon	Creditor Mgmt/ Communication	Unsecured creditors' committee meeting regarding history of the company, information on the operations and revised budgets.	4:00	390.00	1,560.00
09/08/03	D. Dixon	Creditor Mgmt/ Communication	Discuss data needs with JH Cohn group and unsecured creditors committee	0:30	390.00	195.00
09/08/03	D. Dixon	Creditor Mgmt/ Communication	Handle and discuss vendor management issues with Richard.	0:30	390.00	195.00
09/08/03	JC Crouse	Creditor Mgmt/ Communication	UCC meeting	2:30	325.00	812.50
09/08/03	S. Avila	Creditor Mgmt/ Communication	Prepare for and attend meeting with Unsecured Creditors' Committee and its financial advisors and counsel.	6:12	475.00	2,945.00
09/08/03	S. Avila	Creditor Mgmt/ Communication	Meeting with J. Naccarato (Cerberus) re: revised cash flow projections.	2:30	475.00	1,187.50
09/09/03	D. Dixon	Creditor Mgmt/ Communication	Review and respond to information request from JH Cohn.	0:45	390.00	292.50
09/09/03	D. Dixon	Creditor Mgmt/ Communication	Meet with J. Lagrotte to discuss vendor management issues relating to videos.	0:45	390.00	292.50
09/09/03	S. Avila	Creditor Mgmt/ Communication	Telephone call with representative of JH Cohen re: DIP Budget and restructuring process	0:24	475.00	190.00
09/10/03	D. Dixon	Creditor Mgmt/ Communication	Meet with R. Platz, JH Cohn, to discuss budget assumptions.	2:00	390.00	780.00
09/10/03	D. Dixon	Creditor Mgmt/ Communication	Respond to data and information requests by JH Cohn.	0:30	390.00	195.00
09/10/03	S. Avila	Creditor Mgmt/ Communication	Meeting with representatives of JHC re: cash projections; case strategy and DIP financing agreement.	3:00	475.00	1,425.00
09/11/03	D. Dixon	Creditor Mgmt/ Communication	Phone meetings with New World, a vendor claiming requesting a reclamation on product provided. Research employee representations and gather additional information.	1:00	390.00	390.00
09/11/03	D. Dixon	Creditor Mgmt/ Communication	Phone conversation with Dennis Chow, counsel for Image Entertainment regarding potential options for resolving breach of contract issues and payment of related vendors.	0:25	390.00	162.50
09/11/03	D. Dixon	Creditor Mgmt/ Communication	Review and strategize with B. Vazoulas the handling of Image Entertainment issues.	0:35	390.00	227.50
09/11/03	D. Dixon	Creditor Mgmt/ Communication	Update and discuss video strategies and Image Entertainment with staff.	0:20	390.00	130.00
09/11/03	S. Avila	Creditor Mgmt/ Communication	Prepare critical payments required for week of 9/14 and 9/21.	0:18	475.00	142.50
09/11/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversations with representatives of JHC re: DIP financing agreement.	0:36	475.00	285.00
09/11/03	S. Avila	Creditor Mgmt/ Communication	Prepare for and attend meeting with representatives and or counsel from Curtis, Cerberus, UCC, Bondholders re: Curtis services post-petition	3:30	475.00	1,662.50
09/11/03	S. Avila	Creditor Mgmt/ Communication	Meeting with representatives of the DIP lenders and their respective counsel.	0:42	475.00	332.50
09/11/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with C. Zucker (JHC) re: review conversation with DIP lenders and alternative courses of action.	0:36	475.00	285.00
09/12/03	D. Dixon	Creditor Mgmt/ Communication	Finalize research and prepare response for New World Group regarding reclamation claim.	0:45	390.00	292.50
09/12/03	S. Avila	Creditor Mgmt/ Communication	Review correspondence from D. Hillman (SRZ) re: conference call	0:06	475.00	47.50

Date	Name	Activity	Description	Time	Rate	Fee
09/12/03	S. Avila	Creditor Mgmt/Communication	Review and revise weekly report	0:36	475.00	285.00
09/12/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein re: Status of DIP financing.	0:12	475.00	95.00
09/12/03	S. Avila	Creditor Mgmt/Communication	Telephone conference with representatives of the DIP lenders and their respective counsel, R. Feinstein (PSZYJW) re: Cash requirements; case strategy	0:48	475.00	380.00
09/13/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Katz and C. Zucker (JHC) re: Status of DIP financing	0:30	475.00	237.50
09/15/03	D. Dixon	Creditor Mgmt/Communication	Review credit terms and payment procedures previously established for content providers with R. Galloway.	0:30	390.00	195.00
09/15/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to information and data requests by JH Cohn.	0:50	390.00	325.00
09/15/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting with R. Platz to clarify forecast information.	0:10	390.00	65.00
09/15/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation J. Naccarato (GMI) re: cash requirements and DIP financing	0:36	475.00	285.00
09/15/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation J. Naccarato (GMI) re: status of restructuring alternatives	0:24	475.00	190.00
09/15/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of DIP financing.	0:18	475.00	142.50
09/15/03	S. Avila	Creditor Mgmt/Communication	Business plan review with C. Crouse	2:00	475.00	950.00
09/16/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to data and informational requests from JH Cohn.	0:30	390.00	195.00
09/16/03	D. Dixon	Creditor Mgmt/Communication	Respond to vendor management calls and emails.	0:30	390.00	195.00
09/16/03	D. Dixon	Creditor Mgmt/Communication	Determine critical vendor requirements for content providers, prepare for payment estimate meeting with R. Galloway and J. Winder.	0:30	390.00	195.00
09/16/03	D. Dixon	Creditor Mgmt/Communication	Revise the weekly cash report to include operational updates as requested by J. Naccarato.	1:30	390.00	585.00
09/16/03	JC Crouse	Creditor Mgmt/Communication	Collect information for Citicorp equipment leases motion to accept or reject	0:15	325.00	81.25
09/16/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: DIP financing.	0:24	475.00	190.00
09/16/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: cash requirements and restructuring alternatives.	0:12	475.00	95.00
09/16/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Runko (Quebecor) re: payment for printing services.	0:24	475.00	190.00
09/16/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: meeting with DIP Lenders, Committee and Curtis re: Curtis advance	0:24	475.00	190.00
09/17/03	D. Dixon	Creditor Mgmt/Communication	Discuss and strategize options regarding Curtis proposal with J. Gallo and L. Sutter.	0:40	390.00	260.00
09/17/03	D. Dixon	Creditor Mgmt/Communication	Mange vendor issues	0:15	390.00	97.50
09/17/03	D. Dixon	Creditor Mgmt/Communication	Vendor calls regarding post-petition payments, United Color and Techna Graphics	0:15	390.00	97.50
09/17/03	D. Dixon	Creditor Mgmt/Communication	Phone conference with Clifford paper regarding payment needs and general operations update.	0:30	390.00	195.00
09/17/03	JC Crouse	Creditor Mgmt/Communication	Meeting with MRI COO to discuss support going forward (vendor)	0:45	325.00	243.75
09/17/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with representatives of Clifford Paper re: ordering of paper for November issue.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
09/17/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: liquidity issues.	0:24	475.00	190.00
09/17/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: review of Curtis letter and associated strategy.	0:18	475.00	142.50
09/18/03	D. Dixon	Creditor Mgmt/Communication	Review Curtis analysis with B. Vazoulas and determine additional analysis.	0:20	390.00	130.00
09/18/03	D. Dixon	Creditor Mgmt/Communication	Discuss and strategize solutions with R. Galloway to get checks cut in the absence of a computerized accounting system.	0:20	390.00	130.00
09/18/03	D. Dixon	Creditor Mgmt/Communication	Discussion with R. Platz with JH Cohn regarding budget revisions and the 9/17 Curtis memo.	0:15	390.00	97.50
09/18/03	D. Dixon	Creditor Mgmt/Communication	Strategy meeting with H. Halpner regarding paper vendors and payment options.	0:20	390.00	130.00
09/18/03	D. Dixon	Creditor Mgmt/Communication	Discussion and strategy development for managing content vendors.	0:20	390.00	130.00
09/18/03	D. Dixon	Creditor Mgmt/Communication	Provide R. Platz with RDA/MMA data used in the forecast build.	0:15	390.00	97.50
09/18/03	JC Crouse	Creditor Mgmt/Communication	Prepare for Curtis meeting	0:30	325.00	162.50
09/18/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of sale process and liquidity issues.	0:24	475.00	190.00
09/19/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Katz and C. Zucker (JHC) re: Curtis post-petition operating issues and September advance.	0:24	475.00	190.00
09/19/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Coglan (FTI) re: Information request and status of GMI	0:18	475.00	142.50
09/19/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from H. Halpner (GMI) re: Quebecor delivery issues.	0:12	475.00	95.00
09/19/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from C. Zucker (JHC) re: due diligence process.	0:06	475.00	47.50
09/19/03	S. Avila	Creditor Mgmt/Communication	Review information request from C. Coglan (FTI)	0:12	475.00	95.00
09/19/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Zucker (JHC) re: Curtis issues.	0:18	475.00	142.50
09/22/03	D. Dixon	Creditor Mgmt/Communication	Discussion with J. Gallo regarding data request for Curtis analysis.	0:15	390.00	97.50
09/22/03	D. Dixon	Creditor Mgmt/Communication	Strategy meeting regarding a Curtis analysis.	0:30	390.00	195.00
09/22/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from R. Feinstein (PSZYJW) re: Quebecor assignment.	0:18	475.00	142.50
09/22/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from R. Feinstein (PSZYJW) re: Quebecor stipulation	0:18	475.00	142.50
09/23/03	D. Dixon	Creditor Mgmt/Communication	Analysis strategy meeting on Curtis issues with J. Gallo and B. Vazoulas.	2:30	390.00	975.00
09/23/03	JC Crouse	Creditor Mgmt/Communication	Collect analysis and information for Curtis meeting	1:00	325.00	325.00
09/23/03	JC Crouse	Creditor Mgmt/Communication	Meeting on preparation for Curtis meeting	0:45	325.00	243.75
09/23/03	S. Avila	Creditor Mgmt/Communication	Review and revise expected sell through data and comparison to expected Curtis Advance.	1:42	475.00	807.50
09/23/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Coglan (FTI) re: information request and status report.	0:36	475.00	285.00
09/23/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with representatives of Transcon re: post-petition operations and payment.	0:12	475.00	95.00
09/23/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: various issues relating to the creditors committee.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
09/23/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with J. Naccarato (Cerberus) re: update on meeting with Curtis.	0:12	475.00	95.00
09/23/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with R. Feinstein (PSZYJW) re: update on meeting with Curtis.	0:12	475.00	95.00
09/23/03	S. Avila	Creditor Mgmt/ Communication	Review communication from K. Coglan (FTI) re: information request.	0:12	475.00	95.00
09/24/03	D. Dixon	Creditor Mgmt/ Communication	Finalize and distribute weekly report for w/e 9/21.	1:30	390.00	585.00
09/24/03	JC Crouse	Creditor Mgmt/ Communication	Curtis meeting schedule development	2:00	325.00	650.00
09/24/03	JC Crouse	Creditor Mgmt/ Communication	Prepare for meeting with Chairman on Critical Vendors	0:30	325.00	162.50
09/24/03	S. Avila	Creditor Mgmt/ Communication	Review and revise weekly reporting package	1:12	475.00	570.00
09/24/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with C. Zucker (JHC) re: Curtis advance issues.	0:36	475.00	285.00
09/24/03	S. Avila	Creditor Mgmt/ Communication	Discussions with J. Naccarato (Cerberus) re: liquidity and Curtis issues.	0:18	475.00	142.50
09/24/03	S. Avila	Creditor Mgmt/ Communication	Discussions with C. Zucker (JHC) re: Quebecor/Curtis assignment.	0:12	475.00	95.00
09/25/03	JC Crouse	Creditor Mgmt/ Communication	Update critical vendor list with new information	1:15	325.00	406.25
09/25/03	JC Crouse	Creditor Mgmt/ Communication	Update critical vendor lists	1:00	325.00	325.00
09/25/03	JC Crouse	Creditor Mgmt/ Communication	Update critical vendor lists	0:30	325.00	162.50
09/25/03	JC Crouse	Creditor Mgmt/ Communication	Update critical vendor lists	0:30	325.00	162.50
09/25/03	JC Crouse	Creditor Mgmt/ Communication	Respond on equipment lease motion	0:30	325.00	162.50
09/25/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with J. Richman (Sonnenfeld) re: preparation for meeting with creditor constituencies on 9/29.	0:18	475.00	142.50
09/25/03	S. Avila	Creditor Mgmt/ Communication	Discussion with C. Zucker (JHC) re: status of communications with Curtis - advance and preparation for meeting on Monday 9/29.	0:36	475.00	285.00
09/25/03	S. Avila	Creditor Mgmt/ Communication	Discussion with C. Zucker (JHC) re: status of communications with Curtis - advance and preparation for meeting on Monday 9/29.	0:12	475.00	95.00
09/25/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with R. Feinstein (PSZYJW) re: strategy discussions with respect to meeting on Monday 9/29 with creditor constituencies.	0:12	475.00	95.00
09/25/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with J. Richman (Sonnenfeld) re: preparation for meeting on Monday 9/29.	0:18	475.00	142.50
09/26/03	JC Crouse	Creditor Mgmt/ Communication	Meeting with head of Art dept on content providers	0:18	325.00	97.50
09/26/03	S. Avila	Creditor Mgmt/ Communication	Telephone conversation with J. Naccarato (Cerberus) re: status of communication with Curtis regarding post-petition advance and preparation for meeting on Monday 9/29.	0:30	475.00	237.50
09/29/03	JC Crouse	Creditor Mgmt/ Communication	Prepare for constituents meeting	2:00	325.00	650.00
09/29/03	JC Crouse	Creditor Mgmt/ Communication	Attend and Support constituents meeting	2:00	325.00	650.00

Date	Name	Activity	Description	Time	Rate	Fee
09/29/03	S. Avila	Creditor Mgmt/Communication	Meeting with representatives of the Unsecured Creditors Committee, Committee Counsel, the Committee's FA, the DIP lenders and their counsel and representatives of Curtis Circulation with their counsel re: Final DIP financing agreement.	6:30	475.00	3,087.50
09/30/03	D. Dixon	Creditor Mgmt/Communication	Respond to vendor management issues.	0:20	390.00	130.00
09/30/03	JC Crouse	Creditor Mgmt/Communication	Meeting with Halpner re assignments for paper suppliers	0:30	325.00	162.50
09/30/03	JC Crouse	Creditor Mgmt/Communication	Redraft assignment stipulation language	2:00	325.00	650.00
09/30/03	S. Avila	Creditor Mgmt/Communication	Review UCC counsel's comments on DIP financing agreement.	0:18	475.00	142.50
09/30/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Castardi (Curtis ) re: post-petition advances.	0:12	475.00	95.00
09/30/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with D. Porti (Curtis ) re: post-petition advances.	0:30	475.00	237.50
09/30/03	S. Avila	Creditor Mgmt/Communication	Telephone conference with representatives of Clifford Paper re: paper requirements and payment for October and November issues.	0:30	475.00	237.50
09/30/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: cash flow budget	0:18	475.00	142.50
09/30/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Castardi (Curtis) re: Curtis advance.	0:30	475.00	237.50
10/01/03	D. Dixon	Creditor Mgmt/Communication	Discuss and provide additional data to K. DeLuise for preference payment issues.	0:15	390.00	97.50
10/01/03	D. Dixon	Creditor Mgmt/Communication	Meet with K. DeLuise with JH Cohn regarding data information needs. Set up space and information to begin search.	1:00	390.00	390.00
10/01/03	D. Dixon	Creditor Mgmt/Communication	Model Curtis AR and AP and analyze results.	0:40	390.00	260.00
10/01/03	D. Dixon	Creditor Mgmt/Communication	Research and communicate Quebecor payment issues relative to Curtis and its advances.	0:30	390.00	195.00
10/01/03	D. Dixon	Creditor Mgmt/Communication	Respond to JH Cohn questions on 4 week rolling model and DIP loan questions.	0:10	390.00	65.00
10/01/03	D. Dixon	Creditor Mgmt/Communication	Discuss vendor management and reporting issues with R. Galloway.	0:20	390.00	130.00
10/01/03	D. Dixon	Creditor Mgmt/Communication	Discussions with D. Crocetti with Curtis regarding the advances. Fax additional information and revised cash flows.	0:30	390.00	195.00
10/01/03	D. Dixon	Creditor Mgmt/Communication	Handle vendor management issues.	0:15	390.00	97.50
10/01/03	JC Crouse	Creditor Mgmt/Communication	Telecon with constituents	1:45	325.00	568.75
10/01/03	JC Crouse	Creditor Mgmt/Communication	Work on completion of assignments from Curtis	0:45	325.00	243.75
10/01/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Castardi (GMI) re: Curtis advance rates and post-petition services	0:18	475.00	142.50
10/01/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein (PSZYJW) re: status of discussions with Curtis re: post-petition advance and associated expenses.	0:18	475.00	142.50
10/01/03	S. Avila	Creditor Mgmt/Communication	Discussions with N. Goldman (GMI) re: DIP financing agreement.	0:30	475.00	237.50
10/01/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of discussions with Curtis re: post-petition advance and associated expenses.	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
10/01/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: DIP financing Mr. Guccione expenses.	0:12	475.00	95.00
10/01/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Runko (Quebecor) re: status of DIP financing agreement and November assignment.	0:30	475.00	237.50
10/01/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with representatives of Curtis re: post-petition advances, payment of pre and post petition RDA, third party and brokerage expenses.	0:36	475.00	285.00
10/02/03	D. Dixon	Creditor Mgmt/Communication	Analyze Curtis estimated AR and risk exposure	1:15	390.00	487.50
10/02/03	D. Dixon	Creditor Mgmt/Communication	Determine alternatives for extracting preference payments with R. Galloway and A. Maniscalco.	0:10	390.00	65.00
10/02/03	D. Dixon	Creditor Mgmt/Communication	Meet with K DeLuise regarding preference payment research, strategize finished product.	0:20	390.00	130.00
10/02/03	D. Dixon	Creditor Mgmt/Communication	Prepare summary of pre-petition payments on Curtis withholdings.	0:10	390.00	65.00
10/02/03	D. Dixon	Creditor Mgmt/Communication	Handle vendor management issues	0:20	390.00	130.00
10/02/03	JC Crouse	Creditor Mgmt/Communication	Work on securing Curtis assignment	3:00	325.00	975.00
10/02/03	S. Avila	Creditor Mgmt/Communication	Review and revise Curtis Stipulation.	0:36	475.00	285.00
10/02/03	S. Avila	Creditor Mgmt/Communication	Telephone call with R. Feinstein (GMI) re: status of Curtis discussions.	0:06	475.00	47.50
10/02/03	S. Avila	Creditor Mgmt/Communication	Telephone conference with D. Crocetti (Curtis) and Curtis counsel re: negotiation of post-petition advance.	0:36	475.00	285.00
10/02/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with representatives of Curtis re: outstanding issues that need to be addressed prior to hearing on 10/2.	0:12	475.00	95.00
10/02/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: status of DIP agreement and Curtis Stipulation.	0:18	475.00	142.50
10/02/03	S. Avila	Creditor Mgmt/Communication	Various telephone conversations with B. Castardi (Curtis) re: negotiation of post-petition advance, and various pertaining to the Curtis Stipulation.	0:24	475.00	190.00
10/02/03	S. Avila	Creditor Mgmt/Communication	Various telephone conversations with C. Zucker (JHC) re: status of negotiations with Curtis and preparation for DIP financing hearing.	0:24	475.00	190.00
10/02/03	S. Avila	Creditor Mgmt/Communication	Various telephone conversations with R. Feinstein (PSZYJW) re: status of negotiations with Curtis and preparation for DIP financing hearing.	0:30	475.00	237.50
10/03/03	JC Crouse	Creditor Mgmt/Communication	Secure agreement from Quebecor and Clifford to Curtis drafted assignment	3:00	325.00	975.00
10/03/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Runko (Quebecor) re: Curtis assignment.	0:12	475.00	95.00
10/03/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein (PSZYJW) re: Curtis Assignment	0:12	475.00	95.00
10/07/03	D. Dixon	Creditor Mgmt/Communication	Contact JH Cohn regarding work completed on preference payments and scheduling their work on Curtis bills.	0:12	390.00	78.00
10/07/03	D. Dixon	Creditor Mgmt/Communication	Gather and model data relating to preference payments 90 days prior to filing.	5:00	390.00	1,950.00
10/07/03	D. Dixon	Creditor Mgmt/Communication	Gather data necessary to complete preference payments analysis.	0:12	390.00	78.00
10/07/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to emails - vendor management and bankruptcy schedules.	0:30	390.00	195.00

Date	Name	Activity	Description	Time	Rate	Fee
10/08/03	D. Dixon	Creditor Mgmt/Communication	Collect and submit responses to R. Platz (JH Cohn) questions regarding payments made 90 days prior to filing.	0:32	390.00	208.00
10/08/03	D. Dixon	Creditor Mgmt/Communication	Coordinate R. Platz (JH Cohn) task of reviewing Curtis payments for prior year.	0:30	390.00	195.00
10/08/03	D. Dixon	Creditor Mgmt/Communication	Review steps needed to complete unsecured creditor data and affecting financials	0:30	390.00	195.00
10/08/03	D. Dixon	Creditor Mgmt/Communication	Update model for insider payments made within a year of filing, forward on to Garden City Group.	0:48	390.00	312.00
10/08/03	D. Dixon	Creditor Mgmt/Communication	Update models for payments made within 90 days of filing and send to Garden City.	1:00	390.00	390.00
10/08/03	D. Dixon	Creditor Mgmt/Communication	Update unsecured non-priority creditor models for missing information.	5:00	390.00	1,950.00
10/08/03	JC Crouse	Creditor Mgmt/Communication	Draft Stipulation for Assignments from Curtis	0:30	325.00	162.50
10/08/03	JC Crouse	Creditor Mgmt/Communication	Review equipment lease options and email to Pachulski	0:15	325.00	81.25
10/08/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Rob Feinstein on equipment leases and Curtis assignment progress	0:12	325.00	65.00
10/08/03	S. Avila	Creditor Mgmt/Communication	Discussions with R. Feinstein (PSZYJW) re: agreements with Citicorp and landlord.	0:18	475.00	142.50
10/08/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from R. Feinstein (PSZYJW) re: Curtis Stipulation	0:12	475.00	95.00
10/08/03	S. Avila	Creditor Mgmt/Communication	Prepare information requested by J. Naccarato (Cerberus)	0:18	475.00	142.50
10/09/03	D. Dixon	Creditor Mgmt/Communication	Recheck payments 90 days prior to filing, 1 year insider payments and other source material.	0:24	390.00	156.00
10/09/03	D. Dixon	Creditor Mgmt/Communication	Review data requests from JH Cohn with B. Vazoulas and current workload.	0:20	390.00	130.00
10/09/03	D. Dixon	Creditor Mgmt/Communication	Direct completion of general ledger account classifications for pre-petition payments with J. Winder (GMI)	0:24	390.00	156.00
10/09/03	D. Dixon	Creditor Mgmt/Communication	Discussions with R. Feinstein and R. Galloway to determine payment requirements for landlord.	0:24	390.00	156.00
10/09/03	D. Dixon	Creditor Mgmt/Communication	Meet with R. Platz (JH Cohn) regarding Curtis data requests and other information.	0:30	390.00	195.00
10/09/03	D. Dixon	Creditor Mgmt/Communication	Vendor management discussions and follow up, handle vendors requesting payment on pre-petition debts.			
10/09/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Brian O Sullivan - Quebecor re Assignment and Stipulation	0:42	390.00	273.00
10/09/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Judy Richman re Assignment and Stipulation	0:12	325.00	65.00
10/09/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Paul Runko - Quebecor re Assignment and Stipulation	0:06	325.00	32.50
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Scott Avila re stipulation and assignments	0:12	325.00	65.00
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Brian O Sullivan re stipulation and assignments	0:24	325.00	130.00
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Hal Halpner re assignments and Stipulation	0:24	325.00	130.00
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Judy Richman re stipulation and assignments	0:22	325.00	119.17
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Paul Runko (Quebecor) re stipulation and assignments	0:12	325.00	65.00
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Rob Feinstein re stipulation and assignments	0:24	325.00	130.00
10/10/03	JC Crouse	Creditor Mgmt/Communication	Telecon with Rob Feinstein re stipulation and assignments	0:12	325.00	65.00

Date	Name	Activity	Description	Time	Rate	Fee
10/10/03	S. Avila	Creditor Mgmt/Communication	Telecon with C. Crouse re stipulation and assignments	0:24	475.00	190.00
10/13/03	D. Dixon	Creditor Mgmt/Communication	Telephone conversation with S. Avila (CRP) re: Earl Miller payment request	0:12	390.00	78.00
10/13/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with D. Dixon (CRP) re: Earl Miller payment request	0:12	475.00	95.00
10/13/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: status of sale process; status operations.	0:24	475.00	190.00
10/13/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein (PSZYJW) re: review status of discussions with various potential investors.	0:24	475.00	190.00
10/14/03	D. Dixon	Creditor Mgmt/Communication	Meet with R. Platz of JH Cohn regarding additional data needs.	0:12	390.00	78.00
10/14/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of sale process; weekly cash position	0:24	475.00	190.00
10/15/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from E. Miller re: past due payments.	0:06	475.00	47.50
10/15/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from D. Dixon (CRP) re: GMI weekly cash/operating report.	0:24	475.00	190.00
10/16/03	D. Dixon	Creditor Mgmt/Communication	Phone conversation with D. Crocetti regarding Curtis advances.	0:12	390.00	78.00
10/16/03	D. Dixon	Creditor Mgmt/Communication	Provide copies of MORs to JH Cohn group.	0:24	390.00	156.00
10/16/03	D. Dixon	Creditor Mgmt/Communication	Respond to questions from R. Platz (JH Cohn) regarding weekly reports and MORs.	0:12	390.00	78.00
10/20/03	D. Dixon	Creditor Mgmt/Communication	Respond to questions from R. Platz (Cohn) regarding monthly operating reports.	1:24	390.00	546.00
10/20/03	D. Dixon	Creditor Mgmt/Communication	Review questions from R. Platz (Cohn) regarding MOR reports, research info.	0:24	390.00	156.00
10/21/03	D. Dixon	Creditor Mgmt/Communication	Discuss vendor issues and payments with R. Galloway	0:18	390.00	117.00
10/22/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to emails	0:12	390.00	78.00
10/22/03	S. Avila	Creditor Mgmt/Communication	Meeting with F. Feinstein (PSZYJW), J. Naccarato (Cerberus) and D. Hillman (SRZ) re: status of restructuring and potential plan of reorganization.	1:18	475.00	617.50
10/22/03	S. Avila	Creditor Mgmt/Communication	Review weekly cash/operating report	0:24	475.00	190.00
10/22/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: operating issues and restructuring options.	0:18	475.00	142.50
10/23/03	D. Dixon	Creditor Mgmt/Communication	Respond to questions from R. Platz (Cohn) regarding weekly report.	0:12	390.00	78.00
10/23/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with Joe Naccarato (Cerberus) re: restructuring strategy.	0:18	475.00	142.50
10/27/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting and email exchange with R. Platz regarding schedules and weekly report.	0:18	390.00	117.00
10/27/03	S. Avila	Creditor Mgmt/Communication	Review correspondence from R. Feinstein (PSZYJW) re: Professional fees incurred by JHC.	0:06	475.00	47.50
10/27/03	S. Avila	Creditor Mgmt/Communication	Review JHC invoice for services for August and September.	0:24	475.00	190.00
10/27/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: UK Licensee interest in GMI	0:24	475.00	190.00
10/27/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of talks with potential investor, review operating issues;	0:24	475.00	190.00
10/27/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: reorganization process - dual track sale and POR	0:36	475.00	285.00

Date	Name	Activity	Description	Time	Rate	Fee
10/28/03	D. Dixon	Creditor Mgmt/Communication	Complete disbursements analysis for US Trustee fee calculations, complete forms and discuss payment procedures with J. Winder.	1:48	390.00	702.00
10/28/03	D. Dixon	Creditor Mgmt/Communication	Review professional fee invoices and summarize for accounting accruals and AP payments.	0:54	390.00	351.00
10/28/03	D. Dixon	Creditor Mgmt/Communication	Discuss Curtis payment history results with R. Platz and B. Vazoulas.	0:18	390.00	117.00
10/28/03	D. Dixon	Creditor Mgmt/Communication	Email C. Zucker & K. DeLuise (Cohn) regarding Curtis investigation and B. Guccione's allowed pay.	0:18	390.00	117.00
10/28/03	D. Dixon	Creditor Mgmt/Communication	Meet with R. Platz (Cohn) regarding data search and various reports.	0:30	390.00	195.00
10/28/03	D. Dixon	Creditor Mgmt/Communication	Research and discuss JH Cohn research request for Curtis payments with B. Vazoulas.	0:30	390.00	195.00
10/28/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of sale process and professional fees.	0:36	475.00	285.00
10/29/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to questions from JH Cohn regarding Curtis payments.	0:24	390.00	156.00
10/29/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to questions from R. Platz, (JH Cohn)	0:12	390.00	78.00
10/29/03	D. Dixon	Creditor Mgmt/Communication	Strategize solution for vendor holding documents necessary for future revenues. Meeting with F. Devino, J. Lagrotte and R. Galloway.	0:12	390.00	78.00
10/29/03	S. Avila	Creditor Mgmt/Communication	Conference call with GMI vendors re: status of operations and restructuring efforts.	0:30	475.00	237.50
10/29/03	S. Avila	Creditor Mgmt/Communication	Discussions with members of GMI's internet staff re: misc. operation issues.	0:48	475.00	380.00
10/29/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to S. McNicholas (GMI) re: response to Neil Goldman information request.	0:06	475.00	47.50
10/29/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with N. Goldman (McKay) re: status of restructuring efforts.	0:12	475.00	95.00
10/30/03	D. Dixon	Creditor Mgmt/Communication	Respond to R. Platz (JH Cohn) regarding questions on the weekly report.	0:12	475.00	95.00
11/03/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting, request research and response to C. Zucker & K DeLuise (JH Cohn) regarding vendor payments.	0:24	390.00	156.00
11/03/03	S. Avila	Creditor Mgmt/Communication	Discussions with L. Sutter (GMI) re: information request from the counsel for the UCC.	0:24	475.00	190.00
11/03/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to C. Crouse (GMI) re: Cerberus restructuring projections.	0:06	475.00	47.50
11/03/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to L. Sutter (GMI) re: UCC information request	0:06	475.00	47.50
11/03/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to R. Feinstein (PSZYJW) re: UCC information request.	0:12	475.00	95.00
11/03/03	S. Avila	Creditor Mgmt/Communication	Meeting with J. Naccarato (Cerberus) re: review post-confirmation financial projections and business plan	2:30	475.00	1,187.50
11/04/03	D. Dixon	Creditor Mgmt/Communication	Respond to R. Platz and C. Zucker (JH Cohn) regarding various inquiries relating to inter-company transactions and balance sheet items.	0:24	390.00	156.00
11/04/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. O'Sullivan (Clifford) re: revisions to the Curtis assignment.	0:18	475.00	142.50
11/04/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: update on sale process and status of operations.	0:18	475.00	142.50
11/04/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: update on sale process, modification of Curtis assignment and status of operations.	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
11/04/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: update on sale process and restructuring activities;			
11/05/03	D. Dixon	Creditor Mgmt/Communication	Research Curtis stipulation per the court order, review invoices submitted to GMI and issue email alerting S. Avila of the potential issue.	0:30	475.00	237.50
11/05/03	D. Dixon	Creditor Mgmt/Communication	Resolve AP issue for Aug assignments for Clifford and Quebecor with B. Vazoulas and R. Galloway.	0:30	390.00	195.00
11/05/03	D. Dixon	Creditor Mgmt/Communication	Supervise and discuss critical vendor issues with R. Galloway.	0:18	390.00	117.00
11/05/03	D. Dixon	Creditor Mgmt/Communication	Review and coordinate data requests from JH Cohn regarding life insurance policies and 2nd indenture docs. Discuss various issues on each with B. Vazoulas.	0:06	390.00	39.00
11/05/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to the email from R. Platz (JH Cohn) regarding information requests.	0:36	390.00	234.00
11/06/03	D. Dixon	Creditor Mgmt/Communication	Review and discuss JH Cohn additional data requests with B. Vazoulas.	0:12	390.00	78.00
11/06/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to questions from JH Cohn group. Pull balance sheets and send to JH Cohn for July & August 1998 through 2003.	0:30	390.00	195.00
11/06/03	S. Avila	Creditor Mgmt/Communication	Review information request and subsequent correspondence from the UCC counsel.	0:54	390.00	351.00
11/07/03	S. Avila	Creditor Mgmt/Communication	Telephone call to C. Zucker (JHC) re: misc. case issues.	0:18	475.00	142.50
11/10/03	D. Dixon	Creditor Mgmt/Communication	Exchange emails with N. Hong (Pachulski) discussing status of cash control agreement.	0:06	475.00	47.50
11/10/03	D. Dixon	Creditor Mgmt/Communication	Manage and coordinate vendor payment issues with J. Winder (GMI).	0:12	390.00	78.00
11/10/03	D. Dixon	Creditor Mgmt/Communication	Research transaction history on an inter-company transfer from B. Guccione to GMI, per JH Cohn request. Discuss findings with A. Maniscalco.	0:24	390.00	156.00
11/10/03	D. Dixon	Creditor Mgmt/Communication	Respond to J. Naccarato questions on cash control agreement.	0:36	390.00	234.00
11/10/03	D. Dixon	Creditor Mgmt/Communication	Review, research and respond to JH Cohn requests for information.	0:06	390.00	39.00
11/11/03	D. Dixon	Creditor Mgmt/Communication	Discussion with B. Vazoulas regarding follow up request from R. Platz (JH Cohn)	0:30	390.00	195.00
11/11/03	D. Dixon	Creditor Mgmt/Communication	Follow up on a fax for R. Platz (JH Cohn) that includes balances sheets for 1998-2003.	0:12	390.00	78.00
11/11/03	D. Dixon	Creditor Mgmt/Communication	Meet and discuss JH Cohn request issues with B. Vazoulas.	0:12	390.00	78.00
11/11/03	D. Dixon	Creditor Mgmt/Communication	Phone conference with R. Platz (JH Cohn) and B. Vazoulas (GMI) regarding \$1.5MM inter company transaction from Jun03.	0:18	390.00	117.00
11/11/03	D. Dixon	Creditor Mgmt/Communication	Review and research questions from R. Platz (JH Cohn)..	0:24	390.00	156.00
11/11/03	S. Avila	Creditor Mgmt/Communication	Review and respond to correspondence from P. Kizel (UCC Counsel ) re: payment of fees	0:18	390.00	117.00
11/11/03	S. Avila	Creditor Mgmt/Communication	Review and revise weekly DIP financing report			
11/12/03	D. Dixon	Creditor Mgmt/Communication	Research and respond to R. Platz (JH Cohn) requests regarding balance sheet data.	1:06	475.00	522.50
11/12/03	S. Avila	Creditor Mgmt/Communication	Draft correspondence to J. Naccarato (Cerberus) re: sale process and DIP 12/1 covenant.	0:30	390.00	195.00
11/12/03	S. Avila	Creditor Mgmt/Communication	Telephone call to J. Naccarato (Cerberus)	0:18	475.00	142.50
				0:06	475.00	47.50

Date	Name	Activity	Description	Time	Rate	Fee
11/13/03	D. Dixon	Creditor Mgmt/Communication	Resolve payment issues relating to the Pet of Year party.	0:24	390.00	156.00
11/17/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting with R. Platz (JH Cohn) and research regarding weekly report.	0:24	390.00	156.00
11/17/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) and P. Kizel (LS) re: status of sale process and position of various offers.	0:24	475.00	190.00
11/18/03	D. Dixon	Creditor Mgmt/Communication	Review bankruptcy schedules and begin preparing models for claims analysis.	0:54	390.00	351.00
11/18/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting with R. Platz (JH Cohn) and B. Vazoulas (GMI) regarding inter-company transactions.	0:12	390.00	78.00
11/18/03	D. Dixon	Creditor Mgmt/Communication	Begin investigation regarding Curtis advance for 11/18, wires GMI received and wires suppliers didn't receive.	0:36	390.00	234.00
11/18/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting with C. Zucker and R. Platz (JH Cohn) regarding questions on results.	0:12	390.00	78.00
11/18/03	D. Dixon	Creditor Mgmt/Communication	Review unsecured creditor pools and compare to current detail.	2:24	390.00	936.00
11/18/03	S. Avila	Creditor Mgmt/Communication	Telephone conference J. Naccarato (Cerberus) re: Curtis situation and potential causes of action.	0:18	475.00	142.50
11/18/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: short-term liquidity issues.	0:24	475.00	190.00
11/19/03	D. Dixon	Creditor Mgmt/Communication	Complete data request from Garden City regarding address and schedule information.	2:18	390.00	897.00
11/19/03	D. Dixon	Creditor Mgmt/Communication	Review the bankruptcy schedules by entity for claims analysis preparation.	0:18	390.00	117.00
11/19/03	D. Dixon	Creditor Mgmt/Communication	Update claims analysis model for additional flexibility features.	0:48	390.00	312.00
11/19/03	D. Dixon	Creditor Mgmt/Communication	Review and respond to R. Platz (JH Cohn) questions.	0:12	390.00	78.00
11/19/03	D. Dixon	Creditor Mgmt/Communication	Revise S. Herman's executory model to allow manipulation of data.	2:12	390.00	858.00
11/19/03	D. Dixon	Creditor Mgmt/Communication	Coordinate AP data corrections with J. Winder & R. Galloway.	0:24	390.00	156.00
11/19/03	S. Avila	Creditor Mgmt/Communication	Review and revise weekly DIP lender report.	0:24	475.00	190.00
11/19/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Castardi (Curtis) re: modification to Curtis Stipulation	0:18	475.00	142.50
11/19/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Castardi (Curtis) re: modification to Curtis Stipulation	0:36	475.00	285.00
11/19/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: funding to support for paper and printing.	0:30	475.00	237.50
11/20/03	D. Dixon	Creditor Mgmt/Communication	Analyze claims and create manipulation model for calculating a convenience class grouping.	0:48	390.00	312.00
11/20/03	D. Dixon	Creditor Mgmt/Communication	Follow up with J. Lagrotte (GMI) regarding warehouse in London.	0:12	390.00	78.00
11/20/03	D. Dixon	Creditor Mgmt/Communication	Track down addresses for priority claims and forward to the Garden City Group.	0:24	390.00	156.00
11/20/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting with R. Platz (JH Cohn), follow up with distribution of expense sharing agreement.	0:18	390.00	117.00
11/20/03	JC Crouse	Creditor Mgmt/Communication	Review claims classes with Dan Dixon to coordinate liquidation and plan classes	1:24	325.00	455.00
11/20/03	JC Crouse	Creditor Mgmt/Communication	Respond to Pachulski questions on Lease rejection - discuss delivery of new equipment with provider	0:30	325.00	162.50
11/20/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: advance to fund payment to Quebecor	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
11/20/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: Plan of Reorganization, Quebecor funding and status of operations.	0:36	475.00	285.00
11/21/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: Curtis refusal to extend deadline; pending action against Curtis.	0:30	475.00	237.50
11/21/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: Curtis refusal to extend deadline for committee to object to Curtis claim.	0:18	475.00	142.50
11/21/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: funding requirement to cover printing costs for December issue.	0:24	475.00	190.00
11/23/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: sale of McKay bonds	0:18	475.00	142.50
11/24/03	JC Crouse	Creditor Mgmt/Communication	Executory Leases - clarification on rejection and assumptions	1:00	325.00	325.00
11/24/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) and P. Kizel (LS) re: sale of McKay Bonds	0:24	475.00	190.00
11/24/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: effect of sale of bonds on sale process.	0:18	475.00	142.50
11/24/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: discussions with M. Bell; DIP covenants and sale process.	0:30	475.00	237.50
11/24/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: status of restructuring process and 12/1 deadline; funding for Quebecor.	0:24	475.00	190.00
11/24/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Runko (Quebecor) re: payment for December printing.	0:24	475.00	190.00
11/25/03	S. Avila	Creditor Mgmt/Communication	Discussions with C. Zucker (JHC) re: status of discussions with Beate Uhse; Curtis actions	0:42	475.00	332.50
11/25/03	S. Avila	Creditor Mgmt/Communication	Discussions with J. Naccarato (Cerberus) re: cash requirements for Quebecor payment	0:18	475.00	142.50
11/25/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with B. Castardi (Curtis) re: status of M. Bell's interest in GMI	0:12	475.00	95.00
11/25/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker re: Curtis actions; status of M. Bell, meeting with Beate Uhse.	0:18	475.00	142.50
11/25/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: cash requirements and funding request	0:12	475.00	95.00
11/26/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: status of Beate Uhse's interest in GMI	0:18	475.00	142.50
12/1/03	D. Dixon	Creditor Mgmt/Communication	Phone meeting with R. Platz regarding data requests. Forward to Jennifer Winder.	0:18	390.00	117.00
12/1/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation C. Zucker (JHC) re: status of sale process	0:12	475.00	95.00
12/1/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: revised DIP budget and sales process	0:24	475.00	190.00
12/1/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: sale of Cerberus bonds	0:18	475.00	142.50
12/1/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: Composition of DIP lenders and failure of Beate Uhse to purchase Cerberus bonds.	0:12	475.00	95.00
12/2/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Kizel and C. Zucker (UCC) re: status of bonds and sale process	0:18	475.00	142.50
12/2/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: sale of bonds	0:12	475.00	95.00
12/2/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein (PSZYJW) re: purchase of bonds by Beate Uhse	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
12/2/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with Charles Prast re: refusal to purchase Cerberus bonds.	0:18	475.00	142.50
12/2/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with R. Feinstein (PSZYJW) re: refusal of Beate Uhse to purchase Cerberus bonds.	0:12	475.00	95.00
12/3/03	D. Dixon	Creditor Mgmt/Communication	Discuss vendor payment issues with R. Galloway, follow up on wires both incoming and outgoing.	0:36	390.00	234.00
12/3/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with N. Golden (McKay) re: DIP financing agreement	0:24	475.00	190.00
12/4/03	JC Crouse	Creditor Mgmt/Communication	Discussion with US Trustee on resolution of Far East licensing problem	0:24	325.00	130.00
12/4/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with J. Naccarato (Cerberus) re: status of DIP financing and pending advance.	0:24	475.00	190.00
12/4/03	S. Avila	Creditor Mgmt/Communication	Discussions with C. Zucker (JHC) re: status of Beate Uhse's interest, sale of DIP lenders position	0:12	475.00	95.00
12/5/03	S. Avila	Creditor Mgmt/Communication	Telephone conversations with S. Michaels re: status of due diligence efforts by various parties.	0:30	475.00	237.50
12/8/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of sale process.	0:24	475.00	190.00
12/8/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: due diligence process for the various parties; status of M. Bell Capital and Beate Uhse.	0:24	475.00	190.00
12/9/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Kizel and C. Zucker (UCC) re: Curtis situation and Beate Uhse's interest in GMI	0:24	475.00	190.00
12/9/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: committee's position with respect to motions to be heard on 12/10/03	0:18	475.00	142.50
12/10/03	D. Dixon	Creditor Mgmt/Communication	Review Curtis payment detail for 11/25 and 12/2.	0:18	390.00	117.00
12/11/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with M Bell re: trade creditors and the sale of claims.	0:30	475.00	237.50
12/11/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: status of Beate Uhse	0:24	475.00	190.00
12/11/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with C. Zucker (JHC) re: offer to purchase unsecured claims.	0:18	475.00	142.50
12/11/03	S. Avila	Creditor Mgmt/Communication	Various telephone calls to various vendors regarding the sale of unsecured claims.	0:36	475.00	285.00
12/12/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with D. Stratton (Bell) re: DIP funding request.	0:06	475.00	47.50
12/12/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with D. Stratton (Bell) re: DIP funding request.	0:12	475.00	95.00
12/15/03	JC Crouse	Creditor Mgmt/Communication	Telecons with members of UCC	3:00	325.00	975.00
12/15/03	S. Avila	Creditor Mgmt/Communication	Discussions with C. Zucker (JHC) re: CRP transition	0:30	475.00	237.50
12/15/03	S. Avila	Creditor Mgmt/Communication	Telephone calls to various members of the Unsecured Creditors Committee re: CRP transition	0:24	475.00	190.00
12/15/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with P. Kizel (LS) re: transition of CRP	0:24	475.00	190.00
12/15/03	S. Avila	Creditor Mgmt/Communication	Telephone conversation with K. Rosen (LS) re: transition of CRP	0:24	475.00	190.00
12/15/03	S. Avila	Creditor Mgmt/Communication	Telephone calls with various members of the Unsecured Creditors Committee re: transition of CRP	0:48	475.00	380.00
		<b>Creditor Mgmt/Communication</b>				
		<b>Total</b>		<b>347.77</b>		<b>141,304.67</b>

Date	Name	Activity	Description	Time	Rate	Fee
08/26/03	S. Avila	Fee Applications	Draft correspondence to M. Bove (PSZYJW) re: CRP retention.	0:12	475.00	95.00
08/29/03	S. Avila	Fee Applications	Review and revise CRP application to employ.	0:30	475.00	237.50
09/02/03	S. Avila	Fee Applications	Revise CRP application to employ.	0:54	475.00	427.50
09/15/03	S. Avila	Fee Applications	Revise CRP application to employ and contract.	1:18	475.00	617.50
09/16/03	D. Dixon	Fee Applications	Review and suggest edits to motion to retain CRP	0:20	390.00	130.00
09/16/03	S. Avila	Fee Applications	Review and revise CRP application to employ and contract.	0:30	475.00	237.50
11/10/03	D. Dixon	Fee Applications	Finalize the detail and summaries for the Oct 03 invoice.	2:30	390.00	975.00
12/10/03	D. Dixon	Fee Applications	Finalize and distribute November invoice for CRP Services, LLC.	0:24	390.00	156.00
12/10/03	D. Dixon	Fee Applications	Consolidate and model time and expense detail for 1st fee app.	0:42	390.00	273.00
12/10/03	D. Dixon	Fee Applications	Begin draft of first fee app.	1:48	390.00	702.00
12/16/03	JC Crouse	Fee Applications	Fee application	3:00	325.00	975.00
1/6/03	D. Dixon	Fee Applications	Prepare and review detail for fee app	2:30	390.00	975.00
1/14/03	D. Dixon	Fee Applications	Revise detail for fee app	2:30	390.00	975.00
1/5/03	JC Crouse	Fee Applications	Prepare and review narrative detail for fee app	2:30	325.00	812.50
1/13/03	JC Crouse	Fee Applications	Revise narrative for fee app based on team review	2:30	325.00	812.50
1/6/03	S. Avila	Fee Applications	Review and provide team feedback on fee app	2:30	475.00	1,187.50
1/12/03	S. Avila	Fee Applications	Review and revise fee app details	5:00	475.00	2,375.00
1/14/03	S. Avila	Fee Applications	Finalize fee app	2:30	475.00	1,187.50
<b>Fee Applications Total</b>				<b>32.13</b>		<b>13,151.00</b>
08/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with representatives of Financial Dynamics - GMI's PR firm re: press release and associated communication programs	0:54	475.00	427.50
08/12/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: press release and SEC disclosure information.	0:24	475.00	190.00
08/12/03	D. Dixon	Operations Mgmt & Analysis	Meet with Anthony M. to discuss financial reporting strategies	0:30	390.00	195.00
08/12/03	D. Dixon	Operations Mgmt & Analysis	Employee meeting to discuss bankruptcy filing, presentation and questions.	1:18	390.00	507.00
08/12/03	D. Dixon	Operations Mgmt & Analysis	Meeting with department heads to discuss constituency issues, answer questions.	0:48	390.00	312.00
08/12/03	D. Dixon	Operations Mgmt & Analysis	Discuss ideas for separating financial reporting within the current systems with Anthony M. and Wayne G.	1:00	390.00	390.00
08/12/03	JC Crouse	Operations Mgmt & Analysis	Conf call with Bill Vazoulas - update on filing progress	0:30	325.00	162.50
08/12/03	JC Crouse	Operations Mgmt & Analysis	Prepare for and delivery employee and managers meeting on filing	3:15	325.00	1,056.25
08/12/03	JC Crouse	Operations Mgmt & Analysis	Create and send tax schedule for PS	1:00	325.00	325.00
08/12/03	JC Crouse	Operations Mgmt & Analysis	Create management communication and Q&A for distribution	2:00	325.00	650.00
08/12/03	JC Crouse	Operations Mgmt & Analysis	Develop and send all employee communication, Q&A and press release	2:00	325.00	650.00
08/12/03	JC Crouse	Operations Mgmt & Analysis	Create action list and set up constituent conference calls with managers	1:00	325.00	325.00
08/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: bankruptcy filing and impact on production issues.	0:48	475.00	380.00
08/13/03	D. Dixon	Operations Mgmt & Analysis	Discussions and email exchanges regarding questions relating to the bankruptcy filing.	1:00	390.00	390.00
08/13/03	D. Dixon	Operations Mgmt & Analysis	Discuss and strategize options for separating out the financial reporting with the accounting staff.	1:00	390.00	390.00
08/13/03	D. Dixon	Operations Mgmt & Analysis	Discussion with Jeff and Nick from the Video area discuss options relating to getting video released.	0:30	390.00	195.00

Date	Name	Activity	Description	Time	Rate	Fee
08/13/03	JC Crouse	Operations Mgmt & Analysis	Meeting with George Rojas on international licensee communications	0:30	325.00	162.50
08/13/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Alyson Zamkoff	0:30	325.00	162.50
08/13/03	JC Crouse	Operations Mgmt & Analysis	Work on internet problem resolution, meet with Mike Mc Nicholas to discuss	0:45	325.00	243.75
08/13/03	JC Crouse	Operations Mgmt & Analysis	Develop plan for assigning key initiatives to Staff members	1:00	325.00	325.00
08/13/03	S. Avila	Operations Mgmt & Analysis	Various telephone conversations with representatives of Financial Dynamics re: inquiries from the news media.	0:48	475.00	380.00
08/13/03	S. Avila	Operations Mgmt & Analysis	Telephone interview with representatives of the publication - Guardian	0:48	475.00	380.00
08/13/03	S. Avila	Operations Mgmt & Analysis	Preparation of draft of an action plan.	1:24	475.00	665.00
08/14/03	D. Dixon	Operations Mgmt & Analysis	Review tax filing procedures for the companies with the tax manager. Discuss status of returns and going forward requirements.	0:45	390.00	292.50
08/14/03	D. Dixon	Operations Mgmt & Analysis	Discuss accounting and reporting issues with Anthony M. and Richard G. - how to separate pre and post petition results.	0:45	390.00	292.50
08/14/03	D. Dixon	Operations Mgmt & Analysis	Meeting with accounting staff to discuss financial reporting requirements, strategize plans for separating pre and post petition data. Advise general vendor communications.	1:15	390.00	487.50
08/14/03	D. Dixon	Operations Mgmt & Analysis	Compare subs filed on the consolidated tax return to those included in the bankruptcy filing. Discuss entity requirements for tax filing and reporting.	0:30	390.00	195.00
08/14/03	D. Dixon	Operations Mgmt & Analysis	Meeting with department heads to review issues and concerns. Discuss vendor management issues.	0:45	390.00	292.50
08/14/03	JC Crouse	Operations Mgmt & Analysis	Determine Tax filing status for US Trustee, Discuss with In House Tax Specialist	0:30	325.00	162.50
08/14/03	JC Crouse	Operations Mgmt & Analysis	Termination meeting with Nick Guccione	1:00	325.00	325.00
08/14/03	JC Crouse	Operations Mgmt & Analysis	Prepare (agenda, topics, attendees) and deliver Staff meeting	1:30	325.00	487.50
08/14/03	JC Crouse	Operations Mgmt & Analysis	Review of contract library and system	0:30	325.00	162.50
08/14/03	JC Crouse	Operations Mgmt & Analysis	Preparation for Sept Issue - ID critical barriers with Hal	0:30	325.00	162.50
08/14/03	JC Crouse	Operations Mgmt & Analysis	Develop plan for addressing internet department internal issues	0:45	325.00	243.75
08/14/03	JC Crouse	Operations Mgmt & Analysis	Minutes and summary actions from Staff Meeting	1:00	325.00	325.00
08/14/03	S. Avila	Operations Mgmt & Analysis	Meeting with N. Guccione re: staffing needs.	1:06	475.00	522.50
08/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with J. Gallo (GMI) and various representatives of Palm Coast re: post-petition services.	1:06	475.00	522.50
08/14/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Gallo (GMI) re: distribution issues.	0:36	475.00	285.00
08/14/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI's internet staff re: various operating issues.	0:54	475.00	427.50
08/14/03	S. Avila	Operations Mgmt & Analysis	Meetings with H. Halpner (GMI) re: printing of September issues.	0:48	475.00	380.00
08/14/03	S. Avila	Operations Mgmt & Analysis	Meeting with H. Halpner (GMI) re: production issues.	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
08/18/03	D. Dixon	Operations Mgmt & Analysis	Follow up discussion with Steve regarding tax filings for 2002, request and obtain copies of the 2001 returns for the US Trustee.	0:30	390.00	195.00
08/18/03	D. Dixon	Operations Mgmt & Analysis	Discussions with Steve regarding tax issues for the company.	0:30	390.00	195.00
08/18/03	D. Dixon	Operations Mgmt & Analysis	Follow up with Anthony regarding reporting needs relating to closing the books.	0:30	390.00	195.00
08/18/03	D. Dixon	Operations Mgmt & Analysis	Meet with Bill V. regarding accounting issues relating to the bankruptcy.	0:30	390.00	195.00
08/18/03	D. Dixon	Operations Mgmt & Analysis	Follow up on accounting issues relating to July close with Anthony and Bill.	1:00	390.00	390.00
08/18/03	D. Dixon	Operations Mgmt & Analysis	Review available reports for budget development, discuss needs with Anthony and Bill.	0:30	390.00	195.00
08/18/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails from various parties.	0:30	390.00	195.00
08/18/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Rob Feinstein and follow-up development of revised action plans	1:30	325.00	487.50
08/18/03	JC Crouse	Operations Mgmt & Analysis	Promulgation of new action lists for Mgmt team and CRP	0:30	325.00	162.50
08/18/03	JC Crouse	Operations Mgmt & Analysis	Comparative analysis of internet contributors	1:00	325.00	325.00
08/18/03	JC Crouse	Operations Mgmt & Analysis	Internet Meeting	1:30	325.00	487.50
08/18/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Video team regarding critical issues and future growth plans	1:00	325.00	325.00
08/18/03	JC Crouse	Operations Mgmt & Analysis	Follow-up and review progress on Internet actions with McNicholas	1:00	325.00	325.00
08/18/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: Curtis' request to assume distribution contract.	0:24	475.00	190.00
08/18/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with S. Gross (GMI) re: termination of Mr. Gross' services.	0:42	475.00	332.50
08/18/03	S. Avila	Operations Mgmt & Analysis	Telephone call to R. Bender (Levine, Neal, Bender & Rankin) re: Assumption of Curtis contract in Easy Rider case.	0:18	475.00	142.50
08/18/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: payroll and insurance issues.	0:30	475.00	237.50
08/18/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: distribution of September issues of PH	0:24	475.00	190.00
08/18/03	S. Avila	Operations Mgmt & Analysis	Discussion with H. Halpner (GMI) re: September production issues.	0:36	475.00	285.00
08/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (GMI) re: outline and project plan in preparation of Tuesday's meeting with GMI management team.	0:30	475.00	237.50
08/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence C. Crouse (GMI) re: follow-up from management meeting & project management template.	0:18	475.00	142.50
08/19/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J. Zack (FD) re: public relation issues.	0:12	475.00	95.00
08/19/03	D. Dixon	Operations Mgmt & Analysis	Discuss tax matters for 2002 with Steve.	0:30	390.00	195.00
08/19/03	D. Dixon	Operations Mgmt & Analysis	Discuss employee pay issues with Richard, Kathy and Bill and strategize options.	1:00	390.00	390.00
08/19/03	D. Dixon	Operations Mgmt & Analysis	Meeting with Charles Samel & CRP Team on restructuring management team	1:00	390.00	390.00
08/19/03	JC Crouse	Operations Mgmt & Analysis	Pre and deliver staff meeting with GMI Mgmt	3:00	325.00	975.00

Date	Name	Activity	Description	Time	Rate	Fee
08/19/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Charles Samel and CRP Team on restructuring and management plan	1:00	325.00	325.00
08/19/03	JC Crouse	Operations Mgmt & Analysis	Internet Team meeting and action planning	1:00	325.00	325.00
08/19/03	JC Crouse	Operations Mgmt & Analysis	Follow-up with Staff Members on Mgmt meeting	0:20	325.00	108.33
08/19/03	JC Crouse	Operations Mgmt & Analysis	Review outcomes of all employee meeting with Kathy Fuchs (HR)	1:00	325.00	325.00
08/19/03	JC Crouse	Operations Mgmt & Analysis	Develop Restructuring Project list - prepare materials for Scott Avila meeting with Pachulski, Board Representative	2:00	325.00	650.00
08/19/03	S. Avila	Operations Mgmt & Analysis	Meeting with Grace (GMI) re: Advertising, payroll and staffing issues.	0:36	475.00	285.00
08/19/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: GMI Resolutions; Certificates, etc.	0:30	475.00	237.50
08/19/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re: SEC filing requirements.	0:18	475.00	142.50
08/19/03	S. Avila	Operations Mgmt & Analysis	Discussions with Richard M. (Advertising) re: customer profile, advertising revenue and promotional events	0:48	475.00	380.00
08/19/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to T. Homlish (GMI) re: meeting on Wednesday	0:06	475.00	47.50
08/19/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to A. Guccione re: respond to broadcast proposition	0:12	475.00	95.00
08/19/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse (CRP) re: project management template.	0:12	475.00	95.00
08/19/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Gross re: response to third-party licensing proposal	0:12	475.00	95.00
08/20/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
08/20/03	D. Dixon	Operations Mgmt & Analysis	Review and discuss preliminary trial balance and adjustments for July and August results.	1:30	390.00	585.00
08/20/03	D. Dixon	Operations Mgmt & Analysis	Review video internet needs, associated costs and alternatives with employees.	0:15	390.00	97.50
08/20/03	D. Dixon	Operations Mgmt & Analysis	Discuss check plate costs and alternatives with Steve C. Submit bid request.	0:15	390.00	97.50
08/20/03	D. Dixon	Operations Mgmt & Analysis	Discuss accounting department organizational chart and current staffing issues with Kathy in HR.	1:00	390.00	390.00
08/20/03	D. Dixon	Operations Mgmt & Analysis	Discuss payroll procedure with Charlie S. as well as AR on the balance sheet. Discussed cash request procedures and the need for legal fees to ward off trademark infringements in the Cleveland club.	0:15	390.00	97.50
08/20/03	D. Dixon	Operations Mgmt & Analysis	GMI Staff team strategy meeting, update on legal matters	0:30	390.00	195.00
08/20/03	JC Crouse	Operations Mgmt & Analysis	Develop straw model of restructuring financial model, verify source data accounts and classifications	1:45	325.00	568.75
08/20/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Video Team on issues and future growth plans	1:00	325.00	325.00
08/20/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Frank Devino to discuss Video business plan	0:45	325.00	243.75
08/20/03	JC Crouse	Operations Mgmt & Analysis	Internet team meeting	1:00	325.00	325.00
08/20/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Mike McNicholas to discuss staffing terminations, review plans with Scott Avila	2:00	325.00	650.00
08/20/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Naccarato (Cerberus) and. Neil Golden (McKay) re: update on status of GMI.	2:00	475.00	950.00

Date	Name	Activity	Description	Time	Rate	Fee
08/20/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) and C. Samel (GMI) re: telephone conference on 8/21	0:12	475.00	95.00
08/20/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to W. Vazoulas (GMI) re: SEC filing requirements	0:12	475.00	95.00
08/20/03	S. Avila	Operations Mgmt & Analysis	Meeting with staff of GMI Video department re: operational issues and video backlog.	0:48	475.00	380.00
08/20/03	S. Avila	Operations Mgmt & Analysis	Meeting with T. Homlish (GMI) re: Video department	0:54	475.00	427.50
08/20/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse re: Thursday management meeting	0:18	475.00	142.50
08/20/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to T. Homlish (GMI) re: confirming meeting on 8/20	0:06	475.00	47.50
08/21/03	D. Dixon	Operations Mgmt & Analysis	Meet with Bill to discuss the staffing issues in the accounting department and upcoming reporting requirements.	0:45	390.00	292.50
08/21/03	D. Dixon	Operations Mgmt & Analysis	Manage various employee issues including demand by an employee for additional salary.	0:30	390.00	195.00
08/21/03	D. Dixon	Operations Mgmt & Analysis	Provide direction to Richard and Bill regarding set up of the new checking accounts.	0:30	390.00	195.00
08/21/03	D. Dixon	Operations Mgmt & Analysis	Provide additional direction and support to Anthony regarding the July close.	0:30	390.00	195.00
08/21/03	D. Dixon	Operations Mgmt & Analysis	Follow up on assignments to staff, provide additional support and direction relating to cash and reporting issues.	0:45	390.00	292.50
08/21/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Pachulski, Charles Samel on restructuring issues	1:00	325.00	325.00
08/21/03	JC Crouse	Operations Mgmt & Analysis	Review international plans for revenue growth with Chris Calvaso	0:30	325.00	162.50
08/21/03	JC Crouse	Operations Mgmt & Analysis	Review advertising plans for revenue growth and customer data collection with Rich McEntee	0:45	325.00	243.75
08/21/03	JC Crouse	Operations Mgmt & Analysis	Review Video plans for revenue growth with Jeff LaGrotte	0:45	325.00	243.75
08/21/03	JC Crouse	Operations Mgmt & Analysis	Resolve international licensing rights on materials in August - release August materials	0:55	325.00	297.92
08/21/03	JC Crouse	Operations Mgmt & Analysis	Review Move project plan with Richard Galloway	1:00	325.00	325.00
08/21/03	JC Crouse	Operations Mgmt & Analysis	Staff Meeting prep, deliver and follow-up	2:00	325.00	650.00
08/21/03	JC Crouse	Operations Mgmt & Analysis	Model development	1:30	325.00	487.50
08/21/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Rich McEntee and Consultant on acquiring MRI data	1:00	325.00	325.00
08/21/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Frank Devino and Jeff LaGrotte re video business and Suze Randall	1:00	325.00	325.00
08/21/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: Update on restructuring telephone conference.	0:18	475.00	142.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from W. Vazoulas (GMI) re: 8K filing	0:18	475.00	142.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: GMI 2003 Production schedule.	0:06	475.00	47.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Recano (DR) re: firm case history.	0:06	475.00	47.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (GMI) re: GMI working group telephone conference	0:06	475.00	47.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to L. Recano (DR) re: DR large case experience	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
08/21/03	S. Avila	Operations Mgmt & Analysis	Prepare template to analyze Executory contracts and unexpired leases and send to L. Sutter (GMI)	0:18	475.00	142.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re: S. Gross' agency proposal.	0:06	475.00	47.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Gross re: agency proposal.	0:12	475.00	95.00
08/21/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: GMI Summary for week ending 8/17	0:12	475.00	95.00
08/21/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Gross re: Reaction to Agency Proposal.	0:12	475.00	95.00
08/21/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with GMI management team re: Thursday Management meeting to review various projects, actions and issues.	0:54	475.00	427.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (GMI) re: Update on management meeting - actions, issues and projects.	0:12	475.00	95.00
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (GMI) re: Real Estate broker	0:12	475.00	95.00
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (CRP) re: real estate agent	0:06	475.00	47.50
08/21/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from K. Fuchs (GMI) re: increase in employee compensation requested by certain employees; and health insurance issues.	0:12	475.00	95.00
08/22/03	JC Crouse	Operations Mgmt & Analysis	Telephone conversation with S. Avila (CRP) re: staffing issues; cash flow projections; and P&L restructuring model.	0:24	325.00	130.00
08/22/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with C. Crouse (CRP) re: staffing issues; cash flow projections; and P&L restructuring model.	0:24	475.00	190.00
08/22/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with M. Greenwald (Image) re: GMI's current video projects	0:36	475.00	285.00
08/25/03	D. Dixon	Operations Mgmt & Analysis	Review and discuss August partial financial reporting with Anthony M.	0:30	390.00	195.00
08/25/03	D. Dixon	Operations Mgmt & Analysis	Meet with Kathy F. to discuss employee insurance coverages.	0:30	390.00	195.00
08/25/03	D. Dixon	Operations Mgmt & Analysis	Discuss financial reporting needs with Bill V. and Anthony M.	0:45	390.00	292.50
08/25/03	JC Crouse	Operations Mgmt & Analysis	Conference call with Pachulski	1:00	325.00	325.00
08/25/03	JC Crouse	Operations Mgmt & Analysis	Review assignments and update restructuring action issue project log	1:30	325.00	487.50
08/25/03	JC Crouse	Operations Mgmt & Analysis	Develop restructuring financial model	2:00	325.00	650.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with potential para-professional to provide assistance.	0:48	475.00	380.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with N. Guccione (independent) re: video production.	0:12	475.00	95.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Review information from S. Herman (GMI) re: Tax issues	0:12	475.00	95.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J. Gallo (GMI) re: Texterity info.	0:18	475.00	142.50
08/25/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to K. Fuchs (GMI) re: Richard McEntee	0:12	475.00	95.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. McEntee (GMI) re: Bob Rattner	0:06	475.00	47.50
08/25/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to L. Sutter (GMI) re: audits of licensees and litigation.	0:06	475.00	47.50

Date	Name	Activity	Description	Time	Rate	Fee
08/25/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. Naccarato (Cerberus) re: meeting with McKay Shields	0:12	475.00	95.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to H. Halpner (GMI) re: public storage.	0:06	475.00	47.50
08/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo and H. Halpner (GMI) re: distribution and production issues.	0:30	475.00	237.50
08/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. Devino (GMI) re: Video department and backlog of current projects.	0:24	475.00	190.00
08/25/03	S. Avila	Operations Mgmt & Analysis	Review Year-To-Date product line P&L	0:36	475.00	285.00
08/26/03	D. Dixon	Operations Mgmt & Analysis	Review the issues relating to 10Q filing delays with Bill V.	0:30	390.00	195.00
08/26/03	D. Dixon	Operations Mgmt & Analysis	Discuss Bank of New York banking issues with Bill V., revise plans.	0:15	390.00	97.50
08/26/03	JC Crouse	Operations Mgmt & Analysis	Prepare for a facilitate biweekly GMI staff meeting	1:30	325.00	487.50
08/26/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: staffing issues	0:36	475.00	285.00
08/26/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Herman (GMI) re: Tax information	0:12	475.00	95.00
08/26/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. Gallo (GMI) re: subscriber initiative.	0:12	475.00	95.00
08/26/03	S. Avila	Operations Mgmt & Analysis	Review correspondence to L. Sutter (GMI) re: Audits & Litigation.	0:18	475.00	142.50
08/26/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: operational and restructuring issues.	0:54	475.00	427.50
08/26/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: Curtis distribution services.	0:24	475.00	190.00
08/26/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: R. McEntee	0:12	475.00	95.00
08/27/03	D. Dixon	Operations Mgmt & Analysis	Discussion with Bill V. regarding progress on 10Q open issues and checking account set up.	0:30	390.00	195.00
08/27/03	JC Crouse	Operations Mgmt & Analysis	Interview potential office administrator	0:45	325.00	243.75
08/27/03	S. Avila	Operations Mgmt & Analysis	Interview potential admin staff	0:36	475.00	285.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Meyer (GMI) re: Promotional Events	0:24	475.00	190.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: staffing	0:36	475.00	285.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Clifford (Texterity) re: services	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Gross re: licensing arrangements.	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re: Professional escrow.	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse (CRP) re: staff meeting.	0:06	475.00	47.50
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to L. Sutter (GMI) re: Penthouse Boutique	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Gallo (GMI) re: RDA, MMA, and subscription initiatives.	1:12	475.00	570.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Various discussions with H. Halpner (GMI) re: Clifford Paper agreement	1:18	475.00	617.50
08/27/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Speiser (GMI) re: promotional events and plans for 2003 and 2004.	0:48	475.00	380.00

Date	Name	Activity	Description	Time	Rate	Fee
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to F. Devino (GMI) re: Broadcast opportunity.	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to A. Guccione re: Broadcast opportunity.	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to F. Devino (GMI) re: Video revenue	0:12	475.00	95.00
08/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to H. Halpner (GMI) re: vendor issue - public storage.	0:18	475.00	142.50
08/28/03	D. Dixon	Operations Mgmt & Analysis	Meet with Kathy to determine confirm handling of employee benefits.	0:30	390.00	195.00
08/28/03	D. Dixon	Operations Mgmt & Analysis	Attend bi-weekly staff meeting	1:00	390.00	390.00
08/28/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:30	390.00	195.00
08/28/03	D. Dixon	Operations Mgmt & Analysis	Discuss financial results by publication with Anthony, review results for July 03.	1:00	390.00	390.00
08/28/03	JC Crouse	Operations Mgmt & Analysis	Prepare for and facilitate biweekly GMI Staff meeting	2:00	325.00	650.00
08/28/03	JC Crouse	Operations Mgmt & Analysis	Create Business Plan - Analyze historical trends in Publications volume	1:00	325.00	325.00
08/28/03	JC Crouse	Operations Mgmt & Analysis	Create Business Plan - Review economics of Internet business with Michael Mc Nicholas	1:00	325.00	325.00
08/28/03	JC Crouse	Operations Mgmt & Analysis	Create Business Plan - Develop list of data needs from managers	1:00	325.00	325.00
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with K. Fuchs (GMI) re: Richard McEntee compensation program.	4:00	475.00	1,900.00
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with K. Fuchs (GMI) re: staffing issues	0:18	475.00	142.50
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with G. Rojas (GMI) re: International licensing issues.	0:18	475.00	142.50
08/28/03	S. Avila	Operations Mgmt & Analysis	Prepare for and participate in Management Meeting	0:54	475.00	427.50
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with F. Devino (GMI) re: Video department and new releases.	0:30	475.00	237.50
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with H. Halpner (GMI) re: production issues (Clifford and Quebecor)	0:36	475.00	285.00
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with Richard Galloway (GMI) re: facility relocation.	0:24	475.00	190.00
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with Richard McEntee (GMI) re: research project	0:18	475.00	142.50
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with A. Moore (GMI) re: facility issues.	0:12	475.00	95.00
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Lagrotte (GMI) re: Video releases and Image Entertainment	0:36	475.00	285.00
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with L. Sutter (GMI) re: Image Entertainment.	0:18	475.00	142.50
08/28/03	S. Avila	Operations Mgmt & Analysis	Meeting with L. Sutter (GMI) re: Licensing arrangements.	0:24	475.00	190.00
08/29/03	JC Crouse	Operations Mgmt & Analysis	Create Business Plan - Request data from circulation , finance and internet on trends in volume	3:00	325.00	975.00
08/29/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: Customer Profile	0:36	475.00	285.00
09/02/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to GMI emails	0:15	390.00	97.50
09/02/03	D. Dixon	Operations Mgmt & Analysis	Staff meeting with GMI management	0:42	390.00	273.00

Date	Name	Activity	Description	Time	Rate	Fee
09/02/03	D. Dixon	Operations Mgmt & Analysis	Discussion with Anthony M. and Bill V. regarding bankruptcy schedules, defining needs and deadlines.	0:28	390.00	182.00
09/02/03	D. Dixon	Operations Mgmt & Analysis	Review mechanics of the financial software system, Lawson.	0:44	390.00	286.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: operating and restructuring issues.	1:00	475.00	475.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Discussions with G. Rojas (GMI) re: International opportunities.	0:30	475.00	237.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Discussions with B. Vazoulas (GMI) re: financial reporting	0:18	475.00	142.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: staffing issues	0:18	475.00	142.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review scheduled prepared by J. Gallo (GMI) re: Export sales	0:18	475.00	142.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review resume of potential staff member in preparation for interview on 9/3.	0:24	475.00	190.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. Gallo (GMI) re: Curtis Meeting	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to K. Fuchs (GMI) re: Richard McEntee	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to K. Fuchs (GMI) re: interview candidate	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse (CRP) re: Monthly BOD report.	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Curtis meeting.	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. Gallo (GMI) re: Curtis meeting.	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to H. Sommer re: PH Video Proposal.	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to K. Fuchs (GMI) re: R. McEntee	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to K. Fuchs (GMI) re: interviews with potential assistant.	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from K. Fuchs (GMI) re: R. McEntee	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J. Lagrotte (GMI) re: Video Proposal	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from K. Fuchs (GMI) re: All employee meeting	0:06	475.00	47.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from H. Sommer re: Video Proposal	0:18	475.00	142.50
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Pictorial legal matter.	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Samel (GMI) re: various discussion topics	0:12	475.00	95.00
09/02/03	S. Avila	Operations Mgmt & Analysis	Discussions with B. Vazoulas (GMI) re: August financial statements.	0:30	475.00	237.50
09/03/03	D. Dixon	Operations Mgmt & Analysis	Conference call with Pachulski team and CRP team to review debtor issues and restructuring plans	1:30	390.00	585.00
09/03/03	D. Dixon	Operations Mgmt & Analysis	All GMI staff meeting to communicate direction and strategies.	0:30	390.00	195.00
09/03/03	D. Dixon	Operations Mgmt & Analysis	Provide support and direction with Anthony M. on closing accounting periods.	0:10	390.00	65.00
09/03/03	D. Dixon	Operations Mgmt & Analysis	Interview candidate to provide admin support.	0:30	390.00	195.00

Date	Name	Activity	Description	Time	Rate	Fee
09/03/03	JC Crouse	Operations Mgmt & Analysis	Conduct weekly strategy session to create plan for the week - JCC, SA, DD	0:30	325.00	162.50
09/03/03	JC Crouse	Operations Mgmt & Analysis	Conduct all employee communication meeting	0:30	325.00	162.50
09/03/03	JC Crouse	Operations Mgmt & Analysis	Business Plan Development - Base Case Publications segment	1:30	325.00	487.50
09/03/03	JC Crouse	Operations Mgmt & Analysis	Customer Profile Development - meeting with Rich McEntee and Bob Ratner to plan the collection of MRI data and profile development	1:00	325.00	325.00
09/03/03	S. Avila	Operations Mgmt & Analysis	Review e-mail from S. Gross re: licensing agreements	0:12	475.00	95.00
09/03/03	S. Avila	Operations Mgmt & Analysis	Employee meeting re: review status of Bankruptcy and Operating Issues	0:54	475.00	427.50
09/03/03	S. Avila	Operations Mgmt & Analysis	Interview with potential administrative assistant	0:30	475.00	237.50
09/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: staffing	0:18	475.00	142.50
09/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) and B. Ratner re: customer profile.	0:30	475.00	237.50
09/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Speir (GMI) re: Pet of the Year Party	0:24	475.00	190.00
09/03/03	S. Avila	Operations Mgmt & Analysis	Conference call with Pachulski team and CRP team to review debtor issues and restructuring plans	1:30	475.00	712.50
09/04/03	D. Dixon	Operations Mgmt & Analysis	Meet with Arlene M. to discuss employee time logs.	0:15	390.00	97.50
09/04/03	D. Dixon	Operations Mgmt & Analysis	Interview second candidate for admin support.	0:18	390.00	117.00
09/04/03	D. Dixon	Operations Mgmt & Analysis	Meeting with Scott A. to discuss updates of the case.	0:30	390.00	195.00
09/04/03	D. Dixon	Operations Mgmt & Analysis	Phone conference with Rob F. to discuss updates in the case.	0:30	390.00	195.00
09/04/03	JC Crouse	Operations Mgmt & Analysis	Meeting with George Rojas on Licensing	0:15	325.00	81.25
09/04/03	JC Crouse	Operations Mgmt & Analysis	Review invoice for completeness and accuracy	0:06	325.00	32.50
09/04/03	JC Crouse	Operations Mgmt & Analysis	Interview admin assistant candidate	0:30	325.00	162.50
09/04/03	JC Crouse	Operations Mgmt & Analysis	Complete action - issue and project record updates for Mgmt and restructuring team	1:00	325.00	325.00
09/04/03	JC Crouse	Operations Mgmt & Analysis	Review status of licensing deals with Chris Calvosa	0:15	325.00	81.25
09/04/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Mike McNicholas to review internet business plan development	0:30	325.00	162.50
09/04/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Rich McEntee on advertising revenue generation	0:30	325.00	162.50
09/04/03	JC Crouse	Operations Mgmt & Analysis	Manage biweekly staff meeting	1:00	325.00	325.00
09/04/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development - publications base case	0:16	325.00	86.67
09/04/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Jeff Lagrotte re video business plan	0:20	325.00	108.33
09/04/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development - publications base case	0:30	325.00	162.50
09/05/03	D. Dixon	Operations Mgmt & Analysis	Interview 3rd candidate for admin support.	0:30	390.00	195.00
09/05/03	D. Dixon	Operations Mgmt & Analysis	Review various financial issues and reporting requirements with Bill V.	0:45	390.00	292.50

Date	Name	Activity	Description	Time	Rate	Fee
09/05/03	D. Dixon	Operations Mgmt & Analysis	Phone conference with Rob F. to discuss updates and issues of the case.	0:45	390.00	292.50
09/05/03	JC Crouse	Operations Mgmt & Analysis	Interview admin assistant candidate	0:45	325.00	243.75
09/05/03	JC Crouse	Operations Mgmt & Analysis	Interview with admin assistant candidate	0:15	325.00	81.25
09/05/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development - publications base case	0:30	325.00	162.50
09/05/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development - publications base case	1:00	325.00	325.00
09/05/03	JC Crouse	Operations Mgmt & Analysis	Financial model development to support business case	4:00	325.00	1,300.00
09/05/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development - Publications base case - internet base case - clubs base case	4:00	325.00	1,300.00
09/05/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to A. Moore (GMI) re: facilities	0:12	475.00	95.00
09/05/03	S. Avila	Operations Mgmt & Analysis	Review various correspondence from R. Feinstein (PSZYJW) re: Texas license issue	0:24	475.00	190.00
09/05/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: Attendees for UCC meeting on Monday	0:12	475.00	95.00
09/05/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Gross re: Ashburn Agreement.	0:18	475.00	142.50
09/05/03	S. Avila	Operations Mgmt & Analysis	Interview candidate for administrative assistant role	0:30	475.00	237.50
09/05/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: administrative candidates.	0:24	475.00	190.00
09/05/03	S. Avila	Operations Mgmt & Analysis	Review various operating reports - manufacturing; production; and advertising.	0:48	475.00	380.00
09/07/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development - Base Case	1:00	325.00	325.00
09/08/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails. Send emails to B. Vazoulas and A. Maniscalco regarding reporting questions. Send emails to J. Gallo and H. Halpner regarding Curtis assignment.	0:30	390.00	195.00
09/08/03	D. Dixon	Operations Mgmt & Analysis	Review updates and issues regarding the 8/12 and 8/31 accounting close with A. Maniscalco.	0:30	390.00	195.00
09/08/03	JC Crouse	Operations Mgmt & Analysis	Documentation of weekly activities	1:00	325.00	325.00
09/08/03	JC Crouse	Operations Mgmt & Analysis	Meeting and preparation with GMI staff in preparation for UCC meeting	2:00	325.00	650.00
09/08/03	JC Crouse	Operations Mgmt & Analysis	Organizational analysis of headcount and structure	2:30	325.00	812.50
09/08/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development	8:00	325.00	2,600.00
09/08/03	S. Avila	Operations Mgmt & Analysis	Review and revise Business Plan analysis.	1:30	475.00	712.50
09/09/03	D. Dixon	Operations Mgmt & Analysis	Meet with A. Maniscalco to review closing procedures for the August closings for accounting.	0:15	390.00	97.50
09/09/03	JC Crouse	Operations Mgmt & Analysis	Teleconference with PR firm to discuss communication strategy	1:00	325.00	325.00
09/09/03	JC Crouse	Operations Mgmt & Analysis	Prepare for bi weekly staff meeting	0:45	325.00	243.75
09/09/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development	1:00	325.00	325.00
09/09/03	JC Crouse	Operations Mgmt & Analysis	Manage bi weekly staff meeting	1:00	325.00	325.00

Date	Name	Activity	Description	Time	Rate	Fee
09/09/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development			
09/09/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development - Review with Head of Internet Department	2:00	325.00	650.00
09/09/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development	1:00	325.00	325.00
09/09/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development - review with head of advertising	1:00	325.00	325.00
09/09/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development	0:30	325.00	162.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: restructuring strategy	5:30	325.00	1,787.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. Nichols (GMI) re: internet advertising.	0:54	475.00	427.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: status of discussions with Cerberus and case strategy.	0:24	475.00	190.00
09/09/03	S. Avila	Operations Mgmt & Analysis	Meeting J. Gallo (GMI) re: Curtis meeting.	1:18	475.00	617.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Discussion with B. Vazoulas (GMI) and K. Fuchs (GMI) re: R. McEntee compensation.	0:30	475.00	237.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: preparation for Curtis meeting.	0:36	475.00	285.00
09/09/03	S. Avila	Operations Mgmt & Analysis	Discussions with Grace (GMI) re: Internet advertising	0:30	475.00	237.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Meyer (GMI) re: POY Party	0:18	475.00	142.50
09/09/03	S. Avila	Operations Mgmt & Analysis	Review and revise schedules supporting 2004 business plan	0:12	475.00	95.00
09/10/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	1:30	475.00	712.50
09/10/03	D. Dixon	Operations Mgmt & Analysis	Discuss franchise taxes and request certificate of good standing with S. Herman.	1:00	390.00	390.00
09/10/03	D. Dixon	Operations Mgmt & Analysis	Meet with M. McNicholas to discuss internet content options, cost of additional features and benefits.	0:30	390.00	195.00
09/10/03	JC Crouse	Operations Mgmt & Analysis	Working lunch with Head of Licensing - George Rojas	1:00	390.00	390.00
09/10/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development	1:30	325.00	487.50
09/10/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development	3:45	325.00	1,218.75
09/10/03	S. Avila	Operations Mgmt & Analysis	Review and revise draft of business plan and projected financial statements.	7:00	325.00	2,275.00
09/11/03	D. Dixon	Operations Mgmt & Analysis	Meet with A. Maniscalco and B. Vazoulas to strategize treatment acceleration of expense items on the balance sheet that will have no economic benefit to the company in the future.	0:54	475.00	427.50
09/11/03	D. Dixon	Operations Mgmt & Analysis	Discuss status of federal tax review by outside professionals. Review and file certificate of good standing from Delaware.	1:20	390.00	520.00
09/11/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development	0:30	390.00	195.00
09/11/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development - Video Business review with head of department	2:30	325.00	812.50
09/11/03	JC Crouse	Operations Mgmt & Analysis	Bus Plan Development	1:00	325.00	325.00
				5:00	325.00	1,625.00

Date	Name	Activity	Description	Time	Rate	Fee
09/11/03	JC Crouse	Operations Mgmt & Analysis	Prepare and manage bi weekly staff meeting	1:30	325.00	487.50
09/11/03	S. Avila	Operations Mgmt & Analysis	Review draft of 2004 projected I/S, B/S and cash flow statement.	0:30	475.00	237.50
09/11/03	S. Avila	Operations Mgmt & Analysis	Draft communication to T. Guccione (GMI) re: potential meeting in LA	0:12	475.00	95.00
09/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: production of 9/30/03 issues.	0:24	475.00	190.00
09/12/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare and circulate operational report" requested by J. Naccarato."	1:00	390.00	390.00
09/12/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development	1:30	325.00	487.50
09/12/03	S. Avila	Operations Mgmt & Analysis	Telephone call with P. Runko (Quebecor) re: assignment for October/November issue.	0:30	475.00	237.50
09/12/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with D. Dixon (CRP) re: cash requirements	0:24	475.00	190.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Gallo (GMI) re: Curtis situation	0:36	475.00	285.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from K. Fuchs (GMI) re: Wachovia Bank	0:12	475.00	95.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various misc. e-mail re: day to day operations.	0:48	475.00	380.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Review draft of assumptions for restructuring business plan.	0:24	475.00	190.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to T. Guccione (GMI) re: Board of Director Communication.	0:12	475.00	95.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: weekly report	0:12	475.00	95.00
09/12/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse (CRP) re: restructuring business plan - base case.	0:12	475.00	95.00
09/15/03	D. Dixon	Operations Mgmt & Analysis	Meeting with A. Maniscalco to review reporting needs for the August 12 closing.	0:20	390.00	130.00
09/15/03	D. Dixon	Operations Mgmt & Analysis	Phone conference with CRP team and Pachulski team to discuss case details and strategies.	0:40	390.00	260.00
09/15/03	JC Crouse	Operations Mgmt & Analysis	Planning meeting and follow-up with Pachulski	1:00	325.00	325.00
09/15/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development	0:45	325.00	243.75
09/15/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development	2:45	325.00	893.75
09/15/03	JC Crouse	Operations Mgmt & Analysis	Review status on critical actions, issues and projects for GMI Management Staff Meeting with Dan Dixon	0:30	325.00	162.50
09/15/03	JC Crouse	Operations Mgmt & Analysis	Business Plan review with Scott Avila	2:00	325.00	650.00
09/15/03	JC Crouse	Operations Mgmt & Analysis	Update status on critical actions, issues and projects for GMI Management Staff Meeting	1:00	325.00	325.00
09/15/03	JC Crouse	Operations Mgmt & Analysis	Reconfigure Balance Sheet for Fresh Start Accounting entries	1:00	325.00	325.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Meeting with Video Management re: operations issues.	0:36	475.00	285.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with representatives of Curtis Distributing re: post-petition advances	0:30	475.00	237.50
09/15/03	S. Avila	Operations Mgmt & Analysis	Meeting with F. Devino and J. Lagrotte re: in preparation for meeting M. Greenwald of Image.	0:36	475.00	285.00

Date	Name	Activity	Description	Time	Rate	Fee
09/15/03	S. Avila	Operations Mgmt & Analysis	Meeting with M. Greenwald (Image) re: distribution of GMI video products	1:30	475.00	712.50
09/15/03	S. Avila	Operations Mgmt & Analysis	Meeting with G. Rojas (GMI) re: international licensees	0:36	475.00	285.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various operating e-mail.	1:24	475.00	665.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Telephone call with representatives of Curtis Distribution re: advance for post-petition issues.	0:42	475.00	332.50
09/15/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management re: operating issues	1:12	475.00	570.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with H. Halpner (GMI) re: paper and printing for Sept/Oct and November issues.	0:36	475.00	285.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: Franchise Tax	0:24	475.00	190.00
09/15/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Dixon (CRP) re: fund request.	0:18	475.00	142.50
09/15/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Dixon (CRP) re: critical vendor payments	0:24	475.00	190.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Review executory contracts with S. Herman.	0:10	390.00	65.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Departmental staff meeting to review status of issues, projects and actions.	0:50	390.00	325.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Review status of bankruptcy schedules with B. Vazoulas and A. Maniscalco.	0:10	390.00	65.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Meeting with B. Vazoulas and A. Maniscalco to review and analyze the detail of the 8/12/03 results.	2:15	390.00	877.50
09/16/03	D. Dixon	Operations Mgmt & Analysis	Meet with D. Brennan to discuss AR reporting needs for the Monthly Operating Report.	0:10	390.00	65.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Review features of Lawson accounting system.	0:20	390.00	130.00
09/16/03	D. Dixon	Operations Mgmt & Analysis	Determine presentation outline of board of directors meeting and other reporting issues with CRP team.	1:30	390.00	585.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Create, review and refine inputs to monthly BOD report	1:00	325.00	325.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Prepare for 2X weekly staff meeting	1:30	325.00	487.50
09/16/03	JC Crouse	Operations Mgmt & Analysis	manage 2X weekly staff meeting	1:00	325.00	325.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Meeting to review status of international licensing project and business plan	1:00	325.00	325.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Update status on critical actions, issues and projects for GMI Management Staff Meeting	0:30	325.00	162.50
09/16/03	JC Crouse	Operations Mgmt & Analysis	Business plan review with Clubs Management	1:00	325.00	325.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Business plan review with Video Management	1:00	325.00	325.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Business plan revisions based on input from Management	3:00	325.00	975.00
09/16/03	JC Crouse	Operations Mgmt & Analysis	Business Plan development	2:00	325.00	650.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: Curtis Assignment	0:18	475.00	142.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: RDA costs	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
09/16/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Gallo (GMI) re: circulation issues and Curtis	0:42	475.00	332.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Telephone conference call with representatives of PSZYJW re: various bankruptcy administrative issues and case strategy.	0:48	475.00	380.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Meeting with L. Sutter (GMI) re: misc. legal issues - litigation and dispute re: Austin License	0:36	475.00	285.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Review and respond to misc. e-mails re: operational issues.	0:54	475.00	427.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Dixon (CRP) re: critical vendor payments.	0:36	475.00	285.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: termination letter of PHMC.	0:24	475.00	190.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Porti (Curtis) re: advance.	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (CRP) re: service contracts.	0:18	475.00	142.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: corporate overhead expenses.	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Gross re: General Media Communications.,	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: paper price increase.	0:18	475.00	142.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Moore (GMI) re: meeting with B. Guccione re: critical vendor payments.	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to P. Bloch (GMI) re: new men's mag.	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Moore (GMI) re: meeting with B. Guccione - critical vendor	0:06	475.00	47.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to G. Rojas (GMI) re: meeting with potential investors.	0:18	475.00	142.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from K. Fuchs (GMI) re: 401(k)	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. McEntee (GMI) re: meeting with Stephen Geller	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. Lagrotte (GMI) re: Image Entertainment.	0:18	475.00	142.50
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re :Pet of the Year 2004	0:12	475.00	95.00
09/16/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. Homlish (GMI) re: critical vendor and meeting with potential investors.	0:12	475.00	95.00
09/17/03	D. Dixon	Operations Mgmt & Analysis	Prepare information for the board of directors meeting.	1:10	390.00	455.00
09/17/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/17/03	D. Dixon	Operations Mgmt & Analysis	Review and discuss executory contracts with S. Herman	0:20	390.00	130.00
09/17/03	JC Crouse	Operations Mgmt & Analysis	Business Plan review with Scott Avila	0:30	325.00	162.50
09/17/03	JC Crouse	Operations Mgmt & Analysis	Business Plan review with Publications staff	3:00	325.00	975.00
09/17/03	JC Crouse	Operations Mgmt & Analysis	Reconcile 13 week budget to 2004 business plan results	1:30	325.00	487.50
09/17/03	JC Crouse	Operations Mgmt & Analysis	Reconcile 13 week budget to 2004 business plan results	3:00	325.00	975.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: MRI information and meeting with ad agency	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
09/17/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner and J. Gallo (GMI) re: 9/30 on sale date and Curtis issues.	0:42	475.00	332.50
09/17/03	S. Avila	Operations Mgmt & Analysis	Meeting with M. Greenwald (Image) re: Video business and operating issues.	0:48	475.00	380.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Meeting with third party re :proposal to manage all of GMI's licensing arrangements.	0:48	475.00	380.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Meeting with representatives of MRI re: GMI market research data.	0:42	475.00	332.50
09/17/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management re: response received from Curtis re: estimated post-petition advances.	0:36	475.00	285.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from Curtis re: projected post-petition advance.	0:42	475.00	332.50
09/17/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Gross re: licensing opportunity	0:12	475.00	95.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Dixon (CRP) re: presentation to BOD.	0:12	475.00	95.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Review correspondence re: Quebecor assignment.	0:12	475.00	95.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re: Quebecor assignment.	0:12	475.00	95.00
09/17/03	S. Avila	Operations Mgmt & Analysis	Business plan review with C. Crouse	0:30	475.00	237.50
09/18/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/18/03	D. Dixon	Operations Mgmt & Analysis	Status discussion with S. Herman regarding executory contracts and steps being taken to gain state franchise tax compliance.	0:25	390.00	162.50
09/18/03	JC Crouse	Operations Mgmt & Analysis	Review corporate business plan with management	1:00	325.00	325.00
09/18/03	JC Crouse	Operations Mgmt & Analysis	Business plan revisions	1:00	325.00	325.00
09/18/03	JC Crouse	Operations Mgmt & Analysis	Update status on critical actions, issues and projects for GMI Management Staff Meeting	0:30	325.00	162.50
09/18/03	JC Crouse	Operations Mgmt & Analysis	Business plan development and documentation	1:30	325.00	487.50
09/18/03	JC Crouse	Operations Mgmt & Analysis	Business plan development and documentation	0:30	325.00	162.50
09/18/03	JC Crouse	Operations Mgmt & Analysis	Manage 2x weekly management meeting	1:00	325.00	325.00
09/18/03	JC Crouse	Operations Mgmt & Analysis	Review business plan with Video Management	0:30	325.00	162.50
09/18/03	JC Crouse	Operations Mgmt & Analysis	Develop documentation to accompany business plan (text, attachments, etc.)	4:30	325.00	1,462.50
09/18/03	S. Avila	Operations Mgmt & Analysis	Conference all with GMI paper and printing vendors	0:36	475.00	285.00
09/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J. Gallo (GMI) re: Calculation of 9/30 estimated advance.	0:12	475.00	95.00
09/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from Chris Calvosa (GMI) re: International Publishing Projects.	0:12	475.00	95.00
09/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from H. Halpner (GMI) re: Quebecor	0:12	475.00	95.00
09/18/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Gallo and H. Halpner (GMI) re: Curtis advance and Assignment.	0:18	475.00	142.50
09/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Moore (GMI) re: meeting B. Guccione	0:06	475.00	47.50
09/18/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Ashburn International situation.	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
09/18/03	S. Avila	Operations Mgmt & Analysis	Review and revise analysis of Curtis computation for post-petition advance.	1:06	475.00	522.50
09/19/03	S. Avila	Operations Mgmt & Analysis	Meeting with M. Carr (former COO Playboy Enterprises) re: restructuring issues; potential capital partners.	1:30	475.00	712.50
09/19/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Gallo (GMI) and H. Halpner (GMI) re: Curtis Issues and production	0:36	475.00	285.00
09/19/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with GMI management and representatives of Curtis re: post-petition operating issues and September advance.	0:48	475.00	380.00
09/19/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Gallo, H. Halpner and L. Sutter (GMI) re: September assignment.	0:30	475.00	237.50
09/19/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: Curtis issues and September assignment.	0:18	475.00	142.50
09/19/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with J. Gallo (GMI), D. Porti (Curtis) re: Curtis assignment and meeting with Curtis to review Curtis documentation on advance.	0:30	475.00	237.50
09/19/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: proposal for video department.	0:06	475.00	47.50
09/22/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/22/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend meeting with representatives of Curtis re: determination of appropriate advance and reserve requirements.	7:00	475.00	3,325.00
09/22/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Gross re: Aushburn International proposal.	0:12	475.00	95.00
09/22/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from vendor re: post petition invoices.	0:18	475.00	142.50
09/22/03	S. Avila	Operations Mgmt & Analysis	Discuss Scarlett letters open invoices with GMI payable issues	0:24	475.00	190.00
09/22/03	S. Avila	Operations Mgmt & Analysis	Review communications with J. Homlish (GMI) re: video business unit.	0:18	475.00	142.50
09/22/03	S. Avila	Operations Mgmt & Analysis	Discussions with GMI management re: video and broadcast management.	0:36	475.00	285.00
09/23/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/23/03	S. Avila	Operations Mgmt & Analysis	Preparation for and attend Tuesday GMI management meeting.	1:24	475.00	665.00
09/23/03	S. Avila	Operations Mgmt & Analysis	Review revised Curtis Assignment.	0:18	475.00	142.50
09/23/03	S. Avila	Operations Mgmt & Analysis	Review information request from Northern & Shell	0:12	475.00	95.00
09/23/03	S. Avila	Operations Mgmt & Analysis	Review and revise future newsstand draw and sale projections.	0:30	475.00	237.50
09/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Samel (GMI) re: due diligence process.	0:24	475.00	190.00
09/23/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. Devino (GMI) re: video/broadcast business plan.	0:48	475.00	380.00
09/24/03	D. Dixon	Operations Mgmt & Analysis	Meeting with B. Guccione regarding critical vendors and other operational issues and concerns.	1:12	390.00	468.00
09/24/03	JC Crouse	Operations Mgmt & Analysis	Profitability analysis on Girls of Penthouse magazine	2:30	325.00	812.50
09/24/03	S. Avila	Operations Mgmt & Analysis	Meeting with B. Guccione and J. Homlish (GMI) re: critical vendor payments.	1:12	475.00	570.00
09/24/03	S. Avila	Operations Mgmt & Analysis	Meeting with I. Baily (FD) re: GMI public relations issues.	0:48	475.00	380.00

Date	Name	Activity	Description	Time	Rate	Fee
09/24/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. Feinstein (PSZYJW) re: Curtis advance issues.	0:12	475.00	95.00
09/24/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. Feinstein (PSZYJW) re: Quebecor/Curtis assignment.	0:18	475.00	142.50
09/24/03	S. Avila	Operations Mgmt & Analysis	Preparation of analysis and revised cash flow projections with respect to Curtis Advance; comparison of Curtis and GMI advance rates and impact on DIP loan balance.	5:30	475.00	2,612.50
09/25/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:25	390.00	162.50
09/25/03	D. Dixon	Operations Mgmt & Analysis	Respond to questions regarding August closing with J. LaGrotte and A. Maniscalco.	0:20	390.00	130.00
09/25/03	D. Dixon	Operations Mgmt & Analysis	Discussion with K. Fuchs regarding employee benefit issues.	0:05	390.00	32.50
09/25/03	D. Dixon	Operations Mgmt & Analysis	Discuss and resolve issues relating to the August financial closing.	0:45	390.00	292.50
09/25/03	D. Dixon	Operations Mgmt & Analysis	Participate in the staff meeting.	1:00	390.00	390.00
09/25/03	JC Crouse	Operations Mgmt & Analysis	Discuss December pictorials with Jane Krynicki	0:30	325.00	162.50
09/25/03	JC Crouse	Operations Mgmt & Analysis	Review and analyze proposed compensation change for head of advertising	1:10	325.00	379.17
09/25/03	JC Crouse	Operations Mgmt & Analysis	Meeting with editorial staff to review process for magazine production	1:30	325.00	487.50
09/25/03	JC Crouse	Operations Mgmt & Analysis	Conduct management staff meeting	1:00	325.00	325.00
09/25/03	JC Crouse	Operations Mgmt & Analysis	Prepare for management staff meeting	0:45	325.00	243.75
09/25/03	S. Avila	Operations Mgmt & Analysis	Various telephone conversations with D. Porti (Curtis) re: Curtis advance for the period from 9/25-2/29.	0:24	475.00	190.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: calculation of Curtis advance - estimated sell through and A/R.	0:24	475.00	190.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: October and November production.	0:30	475.00	237.50
09/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. Devino (GMI) re: issues with regard to Image Entertainment.	0:24	475.00	190.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Review and execute Curtis/Quebecor assignment and stipulation.	0:18	475.00	142.50
09/25/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail with respect to general day-to-day operations of the debtor.	0:48	475.00	380.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Meeting with F. Devino (GMI) and A. Steiner re: proposal from Mr. Steiner re: GMI's video and broadcast business	1:06	475.00	522.50
09/25/03	S. Avila	Operations Mgmt & Analysis	Telephone call to F. Sonnenfeld (Sonnenfeld) re: meeting on Monday 9/29.	0:06	475.00	47.50
09/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: strategy for meeting on Monday 9/29.	0:12	475.00	95.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Meeting with R. McEntee (GMI) re: advertising strategy and content for future issues.	0:42	475.00	332.50
09/25/03	S. Avila	Operations Mgmt & Analysis	Prepare for and participate in Thursday staff meeting.	0:54	475.00	427.50
09/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. Devino (GMI) re: discussions with Image Entertainment and follow-up on meeting with A. Steiner.	0:36	475.00	285.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with representatives of NTS re: introductory meeting and understanding of current business relationship between NTS and GMI	0:54	475.00	427.50

Date	Name	Activity	Description	Time	Rate	Fee
09/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with C. Crouse (CRP) re: restructuring of GMI organization.	0:24	475.00	190.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Telephone call to H. Halpner (GMI) re: weekly vendor call.	0:12	475.00	95.00
09/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: advertising strategy and content.	0:24	475.00	190.00
09/26/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/26/03	D. Dixon	Operations Mgmt & Analysis	Review status of tax filings with S. Herman	0:15	390.00	97.50
09/26/03	D. Dixon	Operations Mgmt & Analysis	Organize and review accumulated memos and files	0:45	390.00	292.50
09/26/03	D. Dixon	Operations Mgmt & Analysis	Review August close results with A. Maniscalco.	0:30	390.00	195.00
09/26/03	JC Crouse	Operations Mgmt & Analysis	Meeting with head of HR on advertising compensation change	0:18	325.00	97.50
09/26/03	JC Crouse	Operations Mgmt & Analysis	Telephone conversation with move team member	0:24	325.00	130.00
09/26/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: preparation for meeting on Monday with constituencies.	0:12	475.00	95.00
09/26/03	S. Avila	Operations Mgmt & Analysis	Telephone conversations with J. Gallo (GMI) re: status of communication with Curtis re: advances.	0:18	475.00	142.50
09/26/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with representatives of Curtis and J. Gallo (GMI) re: Curtis advance.	0:24	475.00	190.00
09/26/03	S. Avila	Operations Mgmt & Analysis	Conference call with representatives of Curtis re: GMI advance	0:30	475.00	237.50
09/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with D. Dixon (CRP) re: analysis of cash flow projections incorporating various advance scenarios.	0:24	475.00	190.00
09/27/03	S. Avila	Operations Mgmt & Analysis	Develop summary schedules comparing GMI and Curtis advance rates and impact on DIP loan balance	1:30	475.00	712.50
09/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with representatives of Curtis re: comparison of Curtis advance as calculated by Curtis and GMI.	0:30	475.00	237.50
09/29/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
09/29/03	JC Crouse	Operations Mgmt & Analysis	Value add report input	0:30	325.00	162.50
09/29/03	JC Crouse	Operations Mgmt & Analysis	Document publication process for org assessment	1:00	325.00	325.00
09/29/03	JC Crouse	Operations Mgmt & Analysis	Review publication process for org assessment	1:00	325.00	325.00
09/29/03	JC Crouse	Operations Mgmt & Analysis	Review outputs from completed customer profile, ad revenue project	1:00	325.00	325.00
09/29/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Homlish (GMI) re: content of upcoming magazines and misc. operational issues.	0:54	475.00	427.50
09/29/03	S. Avila	Operations Mgmt & Analysis	Review and respond to e-mail and voice mails re: various operating issues.	0:30	475.00	237.50
09/30/03	D. Dixon	Operations Mgmt & Analysis	Team meeting regarding various GMI issues	1:00	390.00	390.00
09/30/03	D. Dixon	Operations Mgmt & Analysis	GMI Staff meeting to discuss issues and projects.	1:00	390.00	390.00
09/30/03	D. Dixon	Operations Mgmt & Analysis	Set up relationship with group handling bankruptcy schedule filings.	0:20	390.00	130.00
09/30/03	D. Dixon	Operations Mgmt & Analysis	Review spreadsheets received from Dunlin, Recano - firm handling bankruptcy schedules.	1:00	390.00	390.00

Date	Name	Activity	Description	Time	Rate	Fee
09/30/03	D. Dixon	Operations Mgmt & Analysis	Review August results with A. Maniscalco and B. Vazoulas. Manipulate the data for analysis, print results.	0:30	390.00	195.00
09/30/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:15	390.00	97.50
09/30/03	D. Dixon	Operations Mgmt & Analysis	Phone meeting with insurance broker to discuss potential renewal options.	0:10	390.00	65.00
09/30/03	D. Dixon	Operations Mgmt & Analysis	Review trial balance for August	1:00	390.00	390.00
09/30/03	JC Crouse	Operations Mgmt & Analysis	Strategy planning meeting with DD, SA	0:40	325.00	216.67
09/30/03	JC Crouse	Operations Mgmt & Analysis	Board of Directors monthly report and Value add analysis	1:45	325.00	568.75
09/30/03	JC Crouse	Operations Mgmt & Analysis	Update action. issue. project logs for management team meeting	0:50	325.00	270.83
09/30/03	JC Crouse	Operations Mgmt & Analysis	Fix publication schedule in cash flow model	0:30	325.00	162.50
09/30/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with L. Recano (D&R) re: assistance with the preparation of BK schedules	0:18	475.00	142.50
09/30/03	S. Avila	Operations Mgmt & Analysis	Staff meeting with GMI management team re: operating issues.	1:06	475.00	522.50
09/30/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management POY party.	0:48	475.00	380.00
09/30/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: production schedule and material requirements for future issues.	0:18	475.00	142.50
09/30/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: production schedule and Curtis advance.	0:24	475.00	190.00
09/30/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. Devino (GMI) re: Image Entertainment.	0:18	475.00	142.50
09/30/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with S. Duncan re: Canadian broadcast opportunity	0:18	475.00	142.50
09/30/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail and voice mail re: misc. operating issues.	0:42	475.00	332.50
10/01/03	D. Dixon	Operations Mgmt & Analysis	Meet with accounting team to discuss bankruptcy schedules and data needs.	0:20	390.00	130.00
10/01/03	D. Dixon	Operations Mgmt & Analysis	Meet with Dunlin, Recano regarding preparation of bankruptcy schedules and data needs.	1:30	390.00	585.00
10/01/03	D. Dixon	Operations Mgmt & Analysis	Review and strategize plan for finalizing August and September financial data and reports with A. Maniscalco and B. Vazoulas.	1:00	390.00	390.00
10/01/03	D. Dixon	Operations Mgmt & Analysis	Review August closing with A. Maniscalco for final revisions or questions.	0:15	390.00	97.50
10/01/03	D. Dixon	Operations Mgmt & Analysis	Review progress and respond to questions on month end closings with A. Maniscalco.	0:20	390.00	130.00
10/01/03	D. Dixon	Operations Mgmt & Analysis	Set up monthly operating report models for each of the entities that filed.	1:00	390.00	390.00
10/01/03	JC Crouse	Operations Mgmt & Analysis	Board of directors monthly report	6:00	325.00	1,950.00
10/01/03	JC Crouse	Operations Mgmt & Analysis	Get input from Peter Bloch on organization in editorial	1:00	325.00	325.00
10/01/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Halpner to review organization in production	1:00	325.00	325.00
10/01/03	JC Crouse	Operations Mgmt & Analysis	Organization redesign	0:45	325.00	243.75
10/01/03	JC Crouse	Operations Mgmt & Analysis	Review of Video Business plan with Lagrotte	0:30	325.00	162.50

Date	Name	Activity	Description	Time	Rate	Fee
10/01/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with L. Recano (DR) re: preparation of BK schedules.	0:18	475.00	142.50
10/01/03	S. Avila	Operations Mgmt & Analysis	Discussion with C. Samel (GMI) re: post-petition licensing agreements.	0:36	475.00	285.00
10/01/03	S. Avila	Operations Mgmt & Analysis	Discussion with K. Fuchs (GMI) re: R. McEntee compensation adjustment.	0:24	475.00	190.00
10/01/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: production of November issues.	0:18	475.00	142.50
10/01/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: expect content for upcoming issues.	0:24	475.00	190.00
10/01/03	S. Avila	Operations Mgmt & Analysis	Meeting with H. Halpner, C. Samel (GMI) and representatives of a Mexican printer re: alternative printing source.	0:48	475.00	380.00
10/02/03	JC Crouse	Operations Mgmt & Analysis	Monthly Board report - collect and include new information	6:52	325.00	2,231.67
10/02/03	JC Crouse	Operations Mgmt & Analysis	Organizational Redesign	2:00	325.00	650.00
10/02/03	D. Dixon	Operations Mgmt & Analysis	Lead GMI staff meeting	0:30	390.00	195.00
10/02/03	D. Dixon	Operations Mgmt & Analysis	Organize and send bankruptcy schedule data to Garden City Group, firm handling completion of the schedules.	0:40	390.00	260.00
10/02/03	D. Dixon	Operations Mgmt & Analysis	Review reporting needs with L. Sutter for completion of the statement of affairs.	0:10	390.00	65.00
10/02/03	S. Avila	Operations Mgmt & Analysis	Review and revise August/September GMI Board of Directors report	1:06	475.00	522.50
10/03/03	JC Crouse	Operations Mgmt & Analysis	Monthly Board report - collect and include new information	0:30	325.00	162.50
10/03/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with L. Recano (D&R) re: preparation of Bankruptcy schedules.	0:18	475.00	142.50
10/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with B. Vazoulas, L. Sutter and G. Rojas (GMI) re: Mexican Licensee	0:24	475.00	190.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: restructuring strategy and programs to improve circulation.	0:36	475.00	285.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: review plans for POY party, and advertising relationship strategy.	0:48	475.00	380.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: update on DIP hearing and restructuring strategy.	0:48	475.00	380.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Meeting with M. McNicholas (GMI) re: restructuring of Internet business unit and review third party customer service contract.	0:36	475.00	285.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Review and revise Board of Directors monthly report for August and September	1:12	475.00	570.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Review and revise GMI Board of Directors August/September monthly report.	0:36	475.00	285.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Review potential video and broadcasting licensing opportunities.	0:54	475.00	427.50
10/03/03	S. Avila	Operations Mgmt & Analysis	Review various operating reports - production; sell through,	0:36	475.00	285.00
10/03/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with P. Runko (Quebecor) re: post-petition assignment and stipulation.	0:30	475.00	237.50
10/03/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with representatives of Clifford Paper re: October issues and November assignment.	0:30	475.00	237.50
10/06/03	JC Crouse	Operations Mgmt & Analysis	Development of plan for the week's activities with SA and DD	1:30	325.00	487.50

Date	Name	Activity	Description	Time	Rate	Fee
10/06/03	JC Crouse	Operations Mgmt & Analysis	Updates to Base Business plan on publication schedule changes since Sept.	2:30	325.00	812.50
10/06/03	JC Crouse	Operations Mgmt & Analysis	Updates to Restructured Business Plan - Cost reductions in production, headcount reductions	7:30	325.00	2,437.50
10/06/03	S. Avila	Operations Mgmt & Analysis	Discuss the licensing agreement/Status for Cigar mfg. with D. Meyer (GMI)	0:24	475.00	190.00
10/06/03	S. Avila	Operations Mgmt & Analysis	Review and comment on draft of Video/Broadcast business plan.	0:48	475.00	380.00
10/06/03	S. Avila	Operations Mgmt & Analysis	Review and revise 2004 base case business plan.	0:48	475.00	380.00
10/06/03	S. Avila	Operations Mgmt & Analysis	Review and revise Curtis Stipulation re: assignments	0:24	475.00	190.00
10/06/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from M. McNicholas (GMI) re: outsourcing of customer service.	0:18	475.00	142.50
10/06/03	S. Avila	Operations Mgmt & Analysis	Review Customer Profile and Advertising Analysis prepared by R. McEntee (GMI)	0:54	475.00	427.50
10/06/03	S. Avila	Operations Mgmt & Analysis	Review summary of PT Showgirls licensing agreement.	0:24	475.00	190.00
10/06/03	S. Avila	Operations Mgmt & Analysis	Telephone call to M. Greenwald (Image) re: distribution agreement.	0:06	475.00	47.50
10/07/03	D. Dixon	Operations Mgmt & Analysis	Analyze data requirements for completing bankruptcy schedules.	0:12	390.00	78.00
10/07/03	D. Dixon	Operations Mgmt & Analysis	Discuss data needs for completing bankruptcy schedules with S. Herman (GMI).	0:06	390.00	39.00
10/07/03	D. Dixon	Operations Mgmt & Analysis	Email staff and team regarding status of bankruptcy schedules.	0:06	390.00	39.00
10/07/03	D. Dixon	Operations Mgmt & Analysis	Meet with A. Maniscalco (GMI) to review Sep month end close and reporting requirements.	0:30	390.00	195.00
10/07/03	D. Dixon	Operations Mgmt & Analysis	Participate in the Tuesday staff meeting.	0:40	390.00	260.00
10/07/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:18	390.00	117.00
10/07/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:12	390.00	78.00
10/07/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	0:45	325.00	243.75
10/07/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Frank Devino, Jeff Lagrotte, Scott Avila on Video business plan	0:18	325.00	97.50
10/07/03	JC Crouse	Operations Mgmt & Analysis	Update action, issue, project log for Tuesday GMI Staff meeting, complete email and send to participants	0:45	325.00	243.75
10/07/03	S. Avila	Operations Mgmt & Analysis	Discussions with I. Baily (Financial Dynamics) re: GMI press release; review and revise various drafts of the press release.	0:48	475.00	380.00
10/07/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: strategies and tactics to increase newsstand circulation; review detail geographic sell through data.	1:06	475.00	522.50
10/07/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend GMI staff meeting.	0:54	475.00	427.50
10/07/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mails with respect to the day-to-day operations of the business.	0:42	475.00	332.50
10/07/03	S. Avila	Operations Mgmt & Analysis	Review and revise base case operating plan for 2004.	0:36	475.00	285.00
10/07/03	S. Avila	Operations Mgmt & Analysis	Review and revise Curtis Assignment Stipulation	0:42	475.00	332.50
10/07/03	S. Avila	Operations Mgmt & Analysis	Review and revise weekly cash and operating report	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
10/08/03	D. Dixon	Operations Mgmt & Analysis	Determine procedure for managing tax issues relating to payroll tax overpayment with B. Vazoulas (GMI)	0:24	390.00	156.00
10/08/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:30	390.00	195.00
10/08/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:12	390.00	78.00
10/08/03	D. Dixon	Operations Mgmt & Analysis	Supervise bankruptcy schedule completion with J. Winder, R. Galloway and S. Michaels.	0:55	390.00	357.50
10/08/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Mike McNicholas to discuss Webmaster impacts in Restructured Business Plan financials for Internet business	0:54	325.00	292.50
10/08/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with I. Baily (Financial Dynamics) re: revisions to Press release; distribute press release to R. Feinstein (PSZYJW) and discuss with Rob.	0:36	475.00	285.00
10/08/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: assignment stipulation	0:24	475.00	190.00
10/08/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. Devino and J. LaGrotte (GMI) re: GMI broadcast and video strategy; Andrew Steiner proposal; Image Entertainment situation.	1:18	475.00	617.50
10/08/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail re: day-to-day operations of GMI.	0:36	475.00	285.00
10/08/03	S. Avila	Operations Mgmt & Analysis	Review and revise 2004 restructured business plan	0:42	475.00	332.50
10/09/03	D. Dixon	Operations Mgmt & Analysis	Analyze AR aging schedules and other data for quarterly US Trustee report.	0:24	390.00	156.00
10/09/03	D. Dixon	Operations Mgmt & Analysis	Determine report and closing requirements for Aug and Sep, discuss with A. Maniscalco (GMI)	0:24	390.00	156.00
10/09/03	D. Dixon	Operations Mgmt & Analysis	Participate in Thursday staff meeting.	0:30	390.00	195.00
10/09/03	D. Dixon	Operations Mgmt & Analysis	Supervise bookkeeping entries required for Aug and Sep close, review with A. Maniscalco and J. Winder.	0:12	390.00	78.00
10/09/03	D. Dixon	Operations Mgmt & Analysis	Support efforts in bringing state and local tax reporting current. Review status and needs with S. Herman.	0:24	390.00	156.00
10/09/03	D. Dixon	Operations Mgmt & Analysis	Update and send update litigation files to G. Ziegler (Garden City-GCG)	0:12	390.00	78.00
10/09/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	1:00	325.00	325.00
10/09/03	JC Crouse	Operations Mgmt & Analysis	Update action, issue, project log for Thursday GMI Staff meeting, complete email and send to participants	0:30	325.00	162.50
10/13/03	S. Avila	Operations Mgmt & Analysis	Review and revise base case business plan;	1:30	475.00	712.50
10/13/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with P. Runko (Quebecor) re: printing of GMI products.	0:24	475.00	190.00
10/13/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with S. Michaels (GMI) re: review of outstanding due diligence issues.	0:18	475.00	142.50
10/13/03	S. Avila	Operations Mgmt & Analysis	Various telephone calls to T. Andrews (GMI) re: Status update.	0:18	475.00	142.50
10/14/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to various emails	0:24	390.00	156.00
10/14/03	D. Dixon	Operations Mgmt & Analysis	Supervise collection of additional data for MOR's.	0:24	390.00	156.00
10/14/03	D. Dixon	Operations Mgmt & Analysis	Supervise data collection and adjustments for closing September 2003	2:00	390.00	780.00

Date	Name	Activity	Description	Time	Rate	Fee
10/14/03	D. Dixon	Operations Mgmt & Analysis	Discussion with C. Crouse on critical operations issues	0:06	390.00	39.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Discussion with Dan Dixon on critical operations issues	0:06	325.00	32.50
10/14/03	JC Crouse	Operations Mgmt & Analysis	Telecon with Scott Avila re POY party	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Telecon with Scott Avila re Quebecor approval of Assignment	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Hal Halpner re Quebecor approval of Assignment	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Review and respond to various emails on operational issues	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Run wire transfer to Quebecor to keep Girls of Penthouse on the press run	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Telecon with Brian O'Sullivan (Clifford) re Quebecor approval of Assignment	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Telecon with Deirdre Farley (attorney) re Quebecor approval of Assignment	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Telecon with Ian Bailey re press release on POY party	0:12	325.00	65.00
10/14/03	JC Crouse	Operations Mgmt & Analysis	Telecon with Paul Runko re Quebecor approval of Assignment	0:24	325.00	130.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with C. Crouse (CRP) re: discussions of base case business model.	0:24	475.00	190.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Review and revise base case business model	0:48	475.00	380.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Clifford (Texterity) re: on-line proposal.	0:12	475.00	95.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Cigar licensee	0:12	475.00	95.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. McEntee (GMI) re: Pet of the Year Party.	0:12	475.00	95.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Duncan (TEN) re: broadcasting opportunity	0:12	475.00	95.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with D. Meyer (GMI) re: Pet of the Year Party.	0:36	475.00	285.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with H. Halpner (GMI) re: status of October and November issues; Curtis assignment.	0:24	475.00	190.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with I. Baily (FD) re: revisions to press release.	0:24	475.00	190.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Gallo (GMI) re: Curtis issues.	0:18	475.00	142.50
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. McEntee (GMI) re: compensation and promotion.	0:12	475.00	95.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. McEntee (GMI) re: Pet of the Year Party; advertising; and compensation issues.	0:36	475.00	285.00
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Homlish (GMI) re: meeting with B. Guccione re: operational issues.	0:18	475.00	142.50
10/14/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: sale process.	0:12	475.00	95.00
10/15/03	D. Dixon	Operations Mgmt & Analysis	Follow up on accounting issues with A. Maniscalco regarding Sep close.	0:12	390.00	78.00
10/15/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to employee and lender emails.	0:24	390.00	156.00

Date	Name	Activity	Description	Time	Rate	Fee
10/15/03	D. Dixon	Operations Mgmt & Analysis	Review details of Aug/Sep results and follow up with A. Maniscalco.	0:12	390.00	78.00
10/15/03	JC Crouse	Operations Mgmt & Analysis	Discussion with Hal Halpner re assignment with Quebecor	0:12	325.00	65.00
10/15/03	S. Avila	Operations Mgmt & Analysis	Review CRP invoices for August and September	0:30	475.00	237.50
10/15/03	S. Avila	Operations Mgmt & Analysis	Review drafts of schedules for various debtor entities.	0:48	475.00	380.00
10/15/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Dixon (CRP) re: Curtis advance payment on October issues.	0:06	475.00	47.50
10/15/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Cigar licensee	0:06	475.00	47.50
10/15/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from P. Bloch (GMI) re: industry information.	0:12	475.00	95.00
10/15/03	S. Avila	Operations Mgmt & Analysis	Telephone call to M. Greenwald (Image) re: contractual relationship with GMI	0:24	475.00	190.00
10/16/03	D. Dixon	Operations Mgmt & Analysis	Provide Curtis advance info and analysis to B. Vazoulas and discuss results.	0:12	390.00	78.00
10/16/03	JC Crouse	Operations Mgmt & Analysis	Facilitate management team meeting	0:48	325.00	260.00
10/16/03	JC Crouse	Operations Mgmt & Analysis	Prepare for twice a week management meeting - review and edit action, issue and project logs , cash statements	0:36	325.00	195.00
10/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Cigar licensee.	0:18	475.00	142.50
10/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Calvosa (GMI) re: International Publishing Projects	0:12	475.00	95.00
10/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (CRP) re: Image Entertainment	0:12	475.00	95.00
10/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Dixon (CRP) re: Curtis Advance	0:18	475.00	142.50
10/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Verisign	0:12	475.00	95.00
10/16/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) RE: GMI Broadcast Media	0:12	475.00	95.00
10/16/03	S. Avila	Operations Mgmt & Analysis	Review proposal for to manage GMI's internet operations.	0:36	475.00	285.00
10/16/03	S. Avila	Operations Mgmt & Analysis	Review various correspondence from D. Dixon (CRP) re: Curtis payment on advance for October issues.	0:48	475.00	380.00
10/17/03	JC Crouse	Operations Mgmt & Analysis	Discussion with Frank Devino re Image Contract	0:30	325.00	162.50
10/17/03	JC Crouse	Operations Mgmt & Analysis	Discussion with Frank Devino re restructured business plan	0:12	325.00	65.00
10/17/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail regarding day-to-day operating issues.	0:36	475.00	285.00
10/17/03	S. Avila	Operations Mgmt & Analysis	Review base case business plan.	0:36	475.00	285.00
10/17/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: Forum Licensee	0:18	475.00	142.50
10/20/03	D. Dixon	Operations Mgmt & Analysis	Meeting with M. Hachikian (Cigar Distributor) regarding contract and receivables.	0:36	390.00	234.00
10/20/03	D. Dixon	Operations Mgmt & Analysis	Obtain print out for detailed AP balances as of 9/30 and 8/12.	0:12	390.00	78.00
10/20/03	D. Dixon	Operations Mgmt & Analysis	Outline payment procedures for payroll adjustments.	0:18	390.00	117.00
10/20/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:42	390.00	273.00

Date	Name	Activity	Description	Time	Rate	Fee
10/20/03	JC Crouse	Operations Mgmt & Analysis	Review of critical ops issues with Dan Dixon	0:06	325.00	32.50
10/20/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: status of proposal to shift printing of Girls of Penthouse to Mexico	0:18	475.00	142.50
10/20/03	S. Avila	Operations Mgmt & Analysis	Discussions with L Sutter (GMI) re: Cigar licensee; and Ten Broadcasting opportunity; communication from A. Guccione.	0:36	475.00	285.00
10/20/03	S. Avila	Operations Mgmt & Analysis	Draft communication to R. McEntee (GMI) re: status of Pet of the Year Party.	0:06	475.00	47.50
10/20/03	S. Avila	Operations Mgmt & Analysis	Meeting with licensee for Penthouse Cigars.	1:06	475.00	522.50
10/20/03	S. Avila	Operations Mgmt & Analysis	Telephone call to M. Greenwald of Image Entertainment re: post-petition video distribution.	0:12	475.00	95.00
10/20/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with P. Runko (Quebecor) re: status of November Assignment;	0:12	475.00	95.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Participate in GMI staff meeting.	1:00	390.00	390.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:18	390.00	117.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:18	390.00	117.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Review and update Aug/Sep financial data based on discussions with A. Maniscalco.	0:36	390.00	234.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Review status of bank reconciliations with accounting staff and offer additional data. Discuss October closing procedures.	0:18	390.00	117.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Review tax issues and status with S. Herman	0:12	390.00	78.00
10/21/03	D. Dixon	Operations Mgmt & Analysis	Strategize with B. Vazoulas the presentation of financial data for the schedules and discuss banking/control agreements.	0:24	390.00	156.00
10/21/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Dan Dixon re schedules	0:06	325.00	32.50
10/21/03	JC Crouse	Operations Mgmt & Analysis	Discussion with George Rojas re Mexico licensee	0:24	325.00	130.00
10/21/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	1:00	325.00	325.00
10/21/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Scott Avila - review of restructured bus plan	0:12	325.00	65.00
10/21/03	JC Crouse	Operations Mgmt & Analysis	Prepare action, issue and project lists for staff meeting	0:18	325.00	97.50
10/21/03	JC Crouse	Operations Mgmt & Analysis	Reformat base case business plan	0:42	325.00	227.50
10/21/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: Bankruptcy schedules and statement of Financial affairs.	0:18	475.00	142.50
10/21/03	S. Avila	Operations Mgmt & Analysis	Meeting with C. Crouse - review of restructured bus plan	0:12	475.00	95.00
10/21/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Meyer (GMI) re: Cigar Licensee	0:18	475.00	142.50
10/21/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: misc. operating issues.	1:06	475.00	522.50
10/21/03	S. Avila	Operations Mgmt & Analysis	Read and respond to various e-mail communication re: misc. operating issues.	0:30	475.00	237.50
10/21/03	S. Avila	Operations Mgmt & Analysis	Review and comment on proposal to outsource internet customer service department.	0:36	475.00	285.00

Date	Name	Activity	Description	Time	Rate	Fee
10/21/03	S. Avila	Operations Mgmt & Analysis	Review misc. operating reports re: production data and sell through results.	0:24	475.00	190.00
10/22/03	JC Crouse	Operations Mgmt & Analysis	Meeting with George Rojas re NTS	0:18	325.00	97.50
10/22/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse (CRP) re: outline of proposal for Penthouse On-line	0:06	475.00	47.50
10/22/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse (CRP) re: restructuring base case business model	0:06	475.00	47.50
10/22/03	S. Avila	Operations Mgmt & Analysis	Meeting Kyle Ryan (GMI) re: discussions regarding future direction and strategy of GMI.	1:18	475.00	617.50
10/22/03	S. Avila	Operations Mgmt & Analysis	Review and respond to misc. e-mail communication regarding various operating issues.	0:30	475.00	237.50
10/23/03	JC Crouse	Operations Mgmt & Analysis	Create base case business plan review packages for staff meeting	1:24	325.00	455.00
10/23/03	JC Crouse	Operations Mgmt & Analysis	Enter changes to Base Business plan based on staff review and feedback, update all documentation	4:30	325.00	1,462.50
10/23/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Frank Devino and Jeff Lagrotte re Video and Broadcast business plan	0:35	325.00	189.58
10/23/03	JC Crouse	Operations Mgmt & Analysis	Meeting with George Rojas re Hungarian licensee, NTS, Internet	0:48	325.00	260.00
10/23/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Jeff Lagrotte to discuss base business plan for video and broadcast business	0:30	325.00	162.50
10/23/03	JC Crouse	Operations Mgmt & Analysis	Staff meeting - review of base business plan	1:00	325.00	325.00
10/23/03	JC Crouse	Operations Mgmt & Analysis	Update action issue and project logs for staff meeting	0:24	325.00	130.00
10/23/03	JC Crouse	Operations Mgmt & Analysis	Write and deliver NDA to Web Development supplier	0:24	325.00	130.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review and revise restructuring business plan and associated assumptions.	0:24	475.00	190.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from A. Guccione re: restructuring comments.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (CRP) re: weekly management meeting.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from I. Bailey (FD) re: meeting to discuss GMI's public relations.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: Gentlemen's club agreements.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L. Sutter (GMI) re: VCG licensee proposal.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: gentlemen's club agreement.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from V. Zdrok (GMI) re: proposed column.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Review internet business unit operating business plan and action items.	0:18	475.00	142.50
10/23/03	S. Avila	Operations Mgmt & Analysis	Telephone call to M. Greenwald (Image) re: post-petition video distribution.	0:12	475.00	95.00
10/23/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Homlisch (GMI) re: meeting with B. Guccione and misc. operating issues.	0:24	475.00	190.00
10/26/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail correspondence re: misc. operating issues.	0:48	475.00	380.00
10/27/03	D. Dixon	Operations Mgmt & Analysis	Team meeting (S. Avila, C. Crouse and D. Dixon) to discuss issues and actions.	1:00	390.00	390.00
10/27/03	D. Dixon	Operations Mgmt & Analysis	Discuss company's SEC reporting requirements and status with B. Vazoulas.	0:18	390.00	117.00

Date	Name	Activity	Description	Time	Rate	Fee
10/27/03	D. Dixon	Operations Mgmt & Analysis	Follow up on bank reconciliations and discuss October closing with A. Maniscalco and B. Vazoulas.	0:36	390.00	234.00
10/27/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:18	390.00	117.00
10/27/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to employee emails	0:36	390.00	234.00
10/27/03	D. Dixon	Operations Mgmt & Analysis	Review AR collections forecast and email additional questions to D. Brennan.	0:18	390.00	117.00
10/27/03	JC Crouse	Operations Mgmt & Analysis	Develop weekly plan with Scott Avila, Dan Dixon on operational issues, restructuring issues and sale of business	1:00	325.00	325.00
10/27/03	JC Crouse	Operations Mgmt & Analysis	All employee meeting to provide update on bankruptcy	0:18	325.00	97.50
10/27/03	JC Crouse	Operations Mgmt & Analysis	Make updates to Base Business Plan based on meetings with employees	2:36	325.00	845.00
10/27/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Frank Devino and Jeff Lagrotte re Video business base plan assumptions	0:12	325.00	65.00
10/27/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Kathy Fuchs on corporate base plan assumptions	0:12	325.00	65.00
10/27/03	S. Avila	Operations Mgmt & Analysis	Team meeting (S. Avila, C. Crouse and D. Dixon) to discuss issues and actions.	1:00	475.00	475.00
10/27/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. DeVino (GMI) re: recap discussions with M. Greenwald and layout actions for post-petition video distribution.	0:30	475.00	237.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: Clifford Paper's request for modification of assignment agreement.	0:18	475.00	142.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: production of December publications.	0:12	475.00	95.00
10/27/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to Jane & Susan re: meeting with B. Guccione	0:06	475.00	47.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend employee meeting	1:30	475.00	712.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J. Lagrotte (GMI) re: Korea license arrangement.	0:12	475.00	95.00
10/27/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Michaels (GMI) re: modifications to investor tracking information.	0:12	475.00	95.00
10/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with M. Greenwald (Image) re: post-petition video distribution.	0:18	475.00	142.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with B. Castardi (Curtis) re: Clifford request to modify Curtis assignment agreement.	0:12	475.00	95.00
10/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with B. O'Sullivan (Clifford Paper) re: request to modify assignment agreement.	0:18	475.00	142.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with F. Sonnenfeld (Curtis' Counsel) re: Clifford's request to modify assignment agreement.	0:18	475.00	142.50
10/27/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with M. Tucker (Topco Sales) re: Topco is a vendor to GMI- discussed current and future status of GMI	0:24	475.00	190.00
10/28/03	D. Dixon	Operations Mgmt & Analysis	Discuss and strategize advertiser management issues with R. McEntee.	0:36	390.00	234.00
10/28/03	D. Dixon	Operations Mgmt & Analysis	Email J. Naccarato regarding clarification of financial reporting requirements.	0:06	390.00	39.00
10/28/03	D. Dixon	Operations Mgmt & Analysis	Participate in the Tuesday staff meeting.	0:42	390.00	273.00

Date	Name	Activity	Description	Time	Rate	Fee
10/28/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:18	390.00	117.00
10/28/03	D. Dixon	Operations Mgmt & Analysis	Review and strategize the computer problems with B. Vazoulas.	0:24	390.00	156.00
10/28/03	JC Crouse	Operations Mgmt & Analysis	Facilitated 2X weekly staff meeting	1:00	325.00	325.00
10/28/03	JC Crouse	Operations Mgmt & Analysis	Meet with Jerry Golding (Club licensee) on plans to increase brand recognition through clubs	0:30	325.00	162.50
10/28/03	JC Crouse	Operations Mgmt & Analysis	Meet with Stephen Herman on NTS issues	0:06	325.00	32.50
10/28/03	JC Crouse	Operations Mgmt & Analysis	Met with Frank Devino on Image Entertainment resolution of royalty payment	0:20	325.00	108.33
10/28/03	JC Crouse	Operations Mgmt & Analysis	Met with Stephen Herman on NTS Issue resolution of issues	0:24	325.00	130.00
10/28/03	JC Crouse	Operations Mgmt & Analysis	Revise action issue and project log for review with staff	0:24	325.00	130.00
10/28/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo re: historical special issue sell through.	0:18	475.00	142.50
10/28/03	S. Avila	Operations Mgmt & Analysis	Discussions with representatives of Clifford Paper re: modifications to Curtis assignment agreement.	0:24	475.00	190.00
10/28/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Cavanaugh (GMI) re: termination of GMI life-time internet subscribers.	0:36	475.00	285.00
10/28/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. DeVino (GMI) re: Video/Broadcast issues and Image arrangement.	0:48	475.00	380.00
10/28/03	S. Avila	Operations Mgmt & Analysis	Review and respond to misc. e-mail regarding operational issues.	0:36	475.00	285.00
10/28/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J. Gallo (GMI) re: information request regarding historical special issue sell through.	0:18	475.00	142.50
10/28/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: payment of franchise taxes.	0:06	475.00	47.50
10/28/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Moore (GMI) re: meeting with Bob.	0:06	475.00	47.50
10/28/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from V. Zdrok (GMI) re: idea for column	0:18	475.00	142.50
10/29/03	D. Dixon	Operations Mgmt & Analysis	Coordinate reporting needs with A. Maniscalco and B. Vazoulas	0:36	390.00	234.00
10/29/03	D. Dixon	Operations Mgmt & Analysis	Prepare outline detailing tasks for transitioning the company to new ownership.	1:42	390.00	663.00
10/29/03	JC Crouse	Operations Mgmt & Analysis	Create presentation to Chairman on Base Business Case	0:48	325.00	260.00
10/29/03	JC Crouse	Operations Mgmt & Analysis	Discuss All Media Storage issue with Frank Devino and Jeff Lagrotte	0:18	325.00	97.50
10/29/03	JC Crouse	Operations Mgmt & Analysis	Draft e mail to Rob Feinstein re NTS contract and issues	0:06	325.00	32.50
10/29/03	JC Crouse	Operations Mgmt & Analysis	Review Base Business Plan with Bill Vazoulas	0:48	325.00	260.00
10/29/03	JC Crouse	Operations Mgmt & Analysis	Review changes to Base Business model for Video Business with Jeff Lagrotte	0:24	325.00	130.00
10/29/03	JC Crouse	Operations Mgmt & Analysis	Review NTS contract payment schedules and correspondence in advance of conference call	1:00	325.00	325.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: Circle K	0:24	475.00	190.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Sutter (GMI) re: misc. legal issues	0:36	475.00	285.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. McNicholas (GMI) re: DHD contract.	0:42	475.00	332.50

Date	Name	Activity	Description	Time	Rate	Fee
10/29/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (GMI) re: termination of Penthouse internet's life-time members.	0:12	475.00	95.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Meeting with representatives of Transcon printing re: printing of GMI publications.	1:30	475.00	712.50
10/29/03	S. Avila	Operations Mgmt & Analysis	Read and respond to various communications with S. Moore and J. Homlsh (GMI) re: meeting with B. Guccione.	0:48	475.00	380.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review and revise various financial projections and the supporting schedules and assumptions that support the assumptions.	1:36	475.00	760.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review closing checklist prepared by D. Dixon (CRP)	0:18	475.00	142.50
10/29/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from C. Crouse (CRP) re: NTS Issues.	0:12	475.00	95.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from D. Meyer (GMI) re: Advertisement for gentlemen's club.	0:12	475.00	95.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from L Sutter (GMI) re: Penthouse Executive Clubs.	0:12	475.00	95.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from M McNicholas (GMI) re: Penthouse internet site's life time members.	0:18	475.00	142.50
10/29/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from M. Hachikian re: Penthouse Cigars.	0:12	475.00	95.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from M. McNicholas (GMI) re: DHD media contract.	0:18	475.00	142.50
10/29/03	S. Avila	Operations Mgmt & Analysis	Review drafts of presentations for B. Guccione.	0:36	475.00	285.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Review various communications from M. Hachikan re: Penthouse Cigars.	0:18	475.00	142.50
10/29/03	S. Avila	Operations Mgmt & Analysis	Review various communications from P. Block (GMI) re: Industry news.	0:36	475.00	285.00
10/29/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: litigation with club licensee.	0:12	475.00	95.00
10/30/03	D. Dixon	Operations Mgmt & Analysis	Discuss October closing, September 10Q and other reporting issues with A. Maniscalco and B. Vazoulas (GMI).	0:48	390.00	312.00
10/30/03	D. Dixon	Operations Mgmt & Analysis	Participate in GMI staff meeting.	0:48	390.00	312.00
10/30/03	JC Crouse	Operations Mgmt & Analysis	Develop action issue and project log for staff meeting	0:24	325.00	130.00
10/30/03	JC Crouse	Operations Mgmt & Analysis	Discuss payment of Hank Londoner to release Image royalties	0:06	325.00	32.50
10/30/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	0:48	325.00	260.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Discussion with L. Sutter (GMI) re: misc. legal issues - Penthouse Cigars, NTS, Cleveland licensee, etc.	0:30	475.00	237.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: misc. Curtis issues.	0:18	475.00	142.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. McNicholas re: review of DHD contract and status of execution by B. Guccione.	0:18	475.00	142.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: Advertising for January and February issues.	0:30	475.00	237.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: cash flow projections.	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: Horizon Paper	0:06	475.00	47.50

Date	Name	Activity	Description	Time	Rate	Fee
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon (CRP) re: professional fees.	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to P. Block (GMI) re: article by V. Zdrok.	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to P. Block (GMI) re: column idea from Victoria Zdrok	0:18	475.00	142.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to P. Enright (Clifford) re: GMI assignment.	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re: GMI operation meeting with Bob.	0:12	475.00	95.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to R. Feinstein (PSZYJW) re: Update from Private Media	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Meeting with M. McNicholas (GMI) re: management of internet group and 2004 business plan.	0:48	475.00	380.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Preparation for operational meeting with B. Guccione	0:30	475.00	237.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Prepare for attend GMI management meeting.	1:06	475.00	522.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Review and revise action log for PSZYJW firm.	0:18	475.00	142.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Review and revise restructured organization staffing as outlined in various restructuring alternatives.	0:24	475.00	190.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from J.C. Crouse (CRP) re: Horizon Paper.	0:12	475.00	95.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from R. Feinstein (PSZYJW) re: DHD contract	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Michaels (GMI) re: Gentlemen's club contract.	0:12	475.00	95.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from S. Moore (GMI) re: meeting with B. Guccione	0:06	475.00	47.50
10/30/03	S. Avila	Operations Mgmt & Analysis	Review draft revisions to the Curtis assignment as proposed by Clifford Paper.	0:24	475.00	190.00
10/30/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with J. Naccarato (Cerberus) re: status of potential investors; review restructuring scenarios.	0:18	475.00	142.50
10/31/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various communications re: misc. operation issues.	0:36	475.00	285.00
11/03/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to email and phone messages.	0:42	390.00	273.00
11/03/03	D. Dixon	Operations Mgmt & Analysis	Strategize best method for reporting monthly results with B. Vazoulas and A. Maniscalco. Receive data and update actual results in earlier model.	1:18	390.00	507.00
11/03/03	D. Dixon	Operations Mgmt & Analysis	Meeting with S. Avila regarding restructuring issues and other operational items.	0:36	390.00	234.00
11/03/03	D. Dixon	Operations Mgmt & Analysis	Determine status of assignment for Clifford Paper with H. Halpner.	0:24	390.00	156.00
11/03/03	D. Dixon	Operations Mgmt & Analysis	Phone meeting with D. Crocetti (Curtis) regarding upcoming issues. Request follow up info from J. Gallo and H. Halpner.	0:24	390.00	156.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Meeting with S. Avila regarding restructuring issues and other operational items.	0:36	475.00	285.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: revised Curtis Assignment	0:24	475.00	190.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. McNicholas (GMI) re: Outsourcing of internet operations.	0:36	475.00	285.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to GMI Board of Directors re: Business Plan scenarios and financial projections.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to J. La Grotte (GMI) re: Image Entertainment.	0:06	475.00	47.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to L. Sutter (GMI) re: litigation against Cleveland licensee.	0:12	475.00	95.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to M. Hachikian re: schedule of conference call.	0:06	475.00	47.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to M. McNicholas (GMI) re: Internet lifetime members.	0:12	475.00	95.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to M. McNicholas (GMI) re: Outsource proposal for Penthouse on-line.	0:12	475.00	95.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to representatives of Curtis re: Clifford modification to the assignment. .	0:18	475.00	142.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to S. Michaels (GMI) re: litigation against Cleveland license	0:06	475.00	47.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail's regarding operating issues.	0:30	475.00	237.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Review Clifford revised assignment agreement.	0:30	475.00	237.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Review information request from Electronic Group re: outsourcing of internet operations.	0:30	475.00	237.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Review letter of understanding between Image Entertainment and GMI	0:30	475.00	237.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Review presentation and supporting data from Cigar licensee in preparation of conference call on 11/4	0:48	475.00	380.00
11/03/03	S. Avila	Operations Mgmt & Analysis	Review revisions to Curtis assignment as amended by Clifford, and distribute to Curtis.	0:18	475.00	142.50
11/03/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: review various financial projections and business plan scenarios.	0:36	475.00	285.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Discussion with P. Bloch (GMI) regarding executory contracts, define and explain.	0:24	390.00	156.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Discussion with R. McEntee regarding executory contracts, clarify and determine acceptance/rejection.	0:24	390.00	156.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Lead Tuesday staff meeting.	1:00	390.00	390.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Organize paperwork for the Tuesday staff meeting, update logs and cash flow discussion document.	0:30	390.00	195.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Phone conference with S. Avila and M. Hachikian (Club de Player) regarding future relationship with Club de Player and GMI.	0:30	390.00	195.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:36	390.00	234.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Review checklist for bankruptcy issues/tasks with S. Avila including winding down inactive corporations, finishing up accept/reject contracts, etc.	0:30	390.00	195.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Set up process for accepting or rejecting executory contracts. Distribute process plan and list of contracts to staff.	1:12	390.00	468.00
11/04/03	D. Dixon	Operations Mgmt & Analysis	Coordinate and discuss warehouse space in the UK and New Jersey with J. Lagrotte, G. Rojas, R. Galloway and F. Devino. Develop and distribute plan.	0:36	390.00	234.00
11/04/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: review and revisions of the Circle K presentation.	0:42	475.00	332.50
11/04/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo, R. McEntee and L. Sutter re: Cigar license termination.	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
11/04/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to Curtis, Curtis' counsel and Clifford re: modification to the assignment.	0:24	475.00	190.00
11/04/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to GMI management re: management meeting.	0:12	475.00	95.00
11/04/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to L. Sutter re: termination of Cigar license arrangement.	0:24	475.00	190.00
11/04/03	S. Avila	Operations Mgmt & Analysis	Preparation for meeting with B. Guccione re: operational issues.	0:18	475.00	142.50
11/04/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend Tuesday GMI management meeting.	1:00	475.00	475.00
11/04/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail communications re: misc. operating issues	0:42	475.00	332.50
11/04/03	S. Avila	Operations Mgmt & Analysis	Review and respond to M. McNicholas (GMI) re: termination of life-time internet members.	0:18	475.00	142.50
11/04/03	S. Avila	Operations Mgmt & Analysis	Telephone conference with M. Hachikian re: Cigar licensing program;	0:48	475.00	380.00
11/04/03	S. Avila	Operations Mgmt & Analysis	Telephone conversations with J. Golding re: Cigar licensing agreement.	0:18	475.00	142.50
11/05/03	D. Dixon	Operations Mgmt & Analysis	Discuss executory contracts with F. Devino (GMI) and with M. McNicholas (GMI)	0:24	390.00	156.00
11/05/03	D. Dixon	Operations Mgmt & Analysis	Follow up discussion with J. Lagrotte regarding closing the UK warehouse and transferring inventory to the US.	0:12	390.00	78.00
11/05/03	D. Dixon	Operations Mgmt & Analysis	Manage personnel change issues with legal department.	0:12	390.00	78.00
11/05/03	D. Dixon	Operations Mgmt & Analysis	Participate in department head meeting regarding restructuring plans.	0:36	390.00	234.00
11/05/03	D. Dixon	Operations Mgmt & Analysis	Review and discuss financial statement issues for Aug & Sep with A. Maniscalco	0:24	390.00	156.00
11/05/03	D. Dixon	Operations Mgmt & Analysis	Review new contract for Penthouse Mexico with G. Rojas and B. Vazoulas.	0:18	390.00	117.00
11/05/03	S. Avila	Operations Mgmt & Analysis	Discussions with G. Rojas (GMI) re: licensing for 2004.	0:30	475.00	237.50
11/05/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (Cerberus) re: review and revise Circle K presentation.	0:30	475.00	237.50
11/05/03	S. Avila	Operations Mgmt & Analysis	Discussions with P Block (GMI) re: Planning for 2004	0:36	475.00	285.00
11/05/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: Planning for 2004 - (Revenue Enhancement/Cost Reduction)	1:06	475.00	522.50
11/05/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend meeting with B. Guccione re: cost reduction opportunities and planning for 2004.	2:00	475.00	950.00
11/05/03	S. Avila	Operations Mgmt & Analysis	Review and revise Clifford letter agreement re: Curtis assignment.	0:42	475.00	332.50
11/05/03	S. Avila	Operations Mgmt & Analysis	Review and revise weekly operating report	0:42	475.00	332.50
11/06/03	D. Dixon	Operations Mgmt & Analysis	Draft email to J. Naccarato (Cerberus) outlining key items from financial results through Sep03.	0:18	390.00	117.00
11/06/03	D. Dixon	Operations Mgmt & Analysis	Participate in Thursday staff meeting.	0:42	390.00	273.00
11/06/03	D. Dixon	Operations Mgmt & Analysis	Review action, issue & project logs with S. Michaels (GMI)	0:24	390.00	156.00
11/06/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:36	390.00	234.00
11/06/03	D. Dixon	Operations Mgmt & Analysis	Review executory contracts with F. Devino.	0:18	390.00	117.00
11/06/03	S. Avila	Operations Mgmt & Analysis	Discussion with R. McEntee (GMI) re: Canadian ad sales, closing of January book, Planning for 2004	0:42	475.00	332.50

Date	Name	Activity	Description	Time	Rate	Fee
11/06/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: discussions with Transcon and misc. issues pertaining to Stand Alone.	0:30	475.00	237.50
11/06/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: review and revise Circle K presentation.	0:48	475.00	380.00
11/06/03	S. Avila	Operations Mgmt & Analysis	Discussions with Lainie Spesier (GMI) re: Planning for 2004	0:48	475.00	380.00
11/06/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. McNicholas (GMI) re: DHD implementation.	0:30	475.00	237.50
11/06/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: operational and restructuring issues.	1:06	475.00	522.50
11/06/03	S. Avila	Operations Mgmt & Analysis	Meeting with representatives of Transcon re: various printing issues.	1:30	475.00	712.50
11/06/03	S. Avila	Operations Mgmt & Analysis	Review revised letter agreement with Clifford and execute	0:24	475.00	190.00
11/06/03	S. Avila	Operations Mgmt & Analysis	Review YTD financial performance	0:36	475.00	285.00
11/07/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: GMI public relations issues.	0:12	475.00	95.00
11/07/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail re: day to day operating issues.	0:18	475.00	142.50
11/10/03	D. Dixon	Operations Mgmt & Analysis	Discuss executory accept/reject process with J. Gallo (GMI). Discuss possible outcomes if major contracts were rejected.	0:36	390.00	234.00
11/10/03	D. Dixon	Operations Mgmt & Analysis	Modify Sep03 monthly operating reports (MORs) to set up boiler plate models for Oct 03 results.	1:42	390.00	663.00
11/10/03	D. Dixon	Operations Mgmt & Analysis	Compare daily cash reporting balances to supporting detail and summarize variances, modify reports.	0:48	390.00	312.00
11/10/03	D. Dixon	Operations Mgmt & Analysis	Coordinate month end reporting needs with D. Brennan, S. Herman, M. Cruz and J. Winder.	0:36	390.00	234.00
11/10/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to various emails.	0:36	390.00	234.00
11/10/03	D. Dixon	Operations Mgmt & Analysis	Review financial reporting status with A. Maniscalco (GMI) and provide direction and support.	0:36	390.00	234.00
11/10/03	S. Avila	Operations Mgmt & Analysis	Discussion with R. Feinstein (PSZYJW) re: organizational changes at Penthouse International.	0:36	475.00	285.00
11/10/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: preparation for Circle K presentation.	0:36	475.00	285.00
11/10/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. LaGrotte (GMI) re: UK warehouse and Caligula material.	0:18	475.00	142.50
11/10/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. Feinstein (PSZYJW) re: Penthouse International.	0:18	475.00	142.50
11/10/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various communications re: Penthouse International.	0:24	475.00	190.00
11/10/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail correspondence re: day-to-day operating issues.	0:36	475.00	285.00
11/11/03	D. Dixon	Operations Mgmt & Analysis	Follow up with A. Maniscalco regarding financials for Oct03.	0:12	390.00	78.00
11/11/03	D. Dixon	Operations Mgmt & Analysis	Meet with A. Maniscalco to discuss status and issues of Oct 03 financials.	0:24	390.00	156.00
11/11/03	D. Dixon	Operations Mgmt & Analysis	Participate in Tuesday staff meeting.	1:12	390.00	468.00
11/11/03	D. Dixon	Operations Mgmt & Analysis	Prepare and provide supporting schedules for the board of directors report.	1:36	390.00	624.00
11/11/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:24	390.00	156.00

Date	Name	Activity	Description	Time	Rate	Fee
11/11/03	D. Dixon	Operations Mgmt & Analysis	Review monthly operating reports for presentation changes for Pure Entertainment, GMI On-Line, Penthouse Images and GM Art Holdings.	0:48	390.00	312.00
11/11/03	D. Dixon	Operations Mgmt & Analysis	Strategize solutions for finalizing transport of inventory in UK warehouse with J. Lagrotte.	0:36	390.00	234.00
11/11/03	JC Crouse	Operations Mgmt & Analysis	Board of Directors and value add report presentation	1:00	325.00	325.00
11/11/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	1:12	325.00	390.00
11/11/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Jeff Lagrotte on resolution of UK storage issue and video business plan	0:48	325.00	260.00
11/11/03	JC Crouse	Operations Mgmt & Analysis	Review and update action issue project logs	0:30	325.00	162.50
11/11/03	JC Crouse	Operations Mgmt & Analysis	Review Circle K sales presentation	0:18	325.00	97.50
11/11/03	JC Crouse	Operations Mgmt & Analysis	Review NTS calculations on trade payable balance	0:18	325.00	97.50
11/11/03	JC Crouse	Operations Mgmt & Analysis	Update action issue and project log	0:48	325.00	260.00
11/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. McNicholas (GMI) re: restructuring of Internet Group.	0:18	475.00	142.50
11/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with V Zdrok (GMI) re: review draft of potential column or Q&A; promotional activities	1:06	475.00	522.50
11/11/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to C. Crouse and D. Dixon (CRP ) re: October Board of Directors report.	0:18	475.00	142.50
11/11/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to D. Dixon and C. Crouse (CRP) re: severance payments to internet employees	0:12	475.00	95.00
11/11/03	S. Avila	Operations Mgmt & Analysis	Preparation for and participation in Tuesday GMI management meeting.	1:06	475.00	522.50
11/11/03	S. Avila	Operations Mgmt & Analysis	Preparation of monthly Board of Directors Report	0:36	475.00	285.00
11/11/03	S. Avila	Operations Mgmt & Analysis	Review and respond to correspondence from L. Sutter (GMI) re: VCG agreement.	0:18	475.00	142.50
11/11/03	S. Avila	Operations Mgmt & Analysis	Review and respond to correspondence re: Penthouse Mexico.	0:12	475.00	95.00
11/11/03	S. Avila	Operations Mgmt & Analysis	Review and revise GMI - Action; Project and Issue log; and PSZYJW Action and Issue Log	0:12	475.00	95.00
11/11/03	S. Avila	Operations Mgmt & Analysis	Various discussions with K. Fuchs (GMI) re: staff reductions - internet group	0:30	475.00	237.50
11/12/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:48	475.00	380.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Coordinate with A. Maniscalco reporting needs for Oct 03 results relating to MOR's.	0:24	390.00	156.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Draft the General Media Entertainment, Inc. monthly operating report for Oct 03.	0:24	390.00	156.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Draft the General Media, Inc. monthly operating report for Oct 03.	0:48	390.00	312.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare a summary for L. Sutter (GMI) relating to Club de Players. Discuss results with L. Sutter.	1:00	390.00	390.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the General Media (UK) monthly operating report for Oct 03.	0:18	390.00	117.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the General Media Communications monthly operating report for Oct 03.	0:48	390.00	312.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the GM Art Holding monthly operating report for Oct 03.	1:12	390.00	468.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the GMCI Internet Operations monthly operating report for Oct 03.	0:36	390.00	234.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the GMCI Internet Operations monthly operating report for Oct 03.	0:48	390.00	312.00

Date	Name	Activity	Description	Time	Rate	Fee
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the GMI On-Line Venture monthly operating report for Oct 03.	0:42	390.00	273.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the Penthouse Images monthly operating report for Oct 03.	0:42	390.00	273.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Prepare the Pure Entertainment monthly operating report for Oct 03.	0:42	390.00	273.00
11/12/03	D. Dixon	Operations Mgmt & Analysis	Review status of Oct03 financial results with A. Maniscalco (GMI).	0:18	390.00	117.00
11/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. DeVino (GMI) re: operational restructuring plan for Creative Group	0:24	475.00	190.00
11/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: operational restructuring plan for Production Group	0:24	475.00	190.00
11/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with M. McNicholas (GMI) re: operational restructuring plan for Internet Group	0:18	475.00	142.50
11/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with P. Bloch (GMI) re: operational restructuring plan for Editorial Group	0:30	475.00	237.50
11/12/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to L. Sutter (GMI) re: filing bankruptcy for GMI's foreign subsidiaries.	0:12	475.00	95.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Prepare AP aging report for monthly operating reports.	0:30	390.00	195.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Research tax data for monthly operating reports with M. Cruz and S. Herman.	0:30	390.00	195.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Research various cash issues relating to the Oct 03 financial results.	0:36	390.00	234.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Research various questions arising from preparation of monthly operating reports.	0:36	390.00	234.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to email messages.	0:36	390.00	234.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Revise and finalize General Media Communications monthly operating report for Oct 03.	0:54	390.00	351.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Revise and finalize the Consolidated monthly operating reports for Oct 03.	1:06	390.00	429.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Update and finalize monthly operating reports for remaining entities.	1:18	390.00	507.00
11/13/03	D. Dixon	Operations Mgmt & Analysis	Update value add report for CRP team and BOD presentation.	0:30	390.00	195.00
11/13/03	JC Crouse	Operations Mgmt & Analysis	Discuss internet restructuring with Kathy Fuchs	0:24	325.00	130.00
11/13/03	JC Crouse	Operations Mgmt & Analysis	Review October financials - compare to base and restructuring models	1:30	325.00	487.50
11/13/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail re: day-to-day operating issues.	0:36	475.00	285.00
11/14/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail re: operating issues.	0:30	475.00	237.50
11/15/03	S. Avila	Operations Mgmt & Analysis	Draft October Board of Director Presentation	0:42	475.00	332.50
11/15/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mails re: day-to-day operating issues.	0:24	475.00	190.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Coordinate filing monthly operating reports and forward copies to JH Cohn.	0:18	390.00	117.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:36	390.00	234.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Support completion of the board of directors' report.	0:42	390.00	273.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Meeting with S. Avila to discuss GMI issues.	0:36	390.00	234.00

Date	Name	Activity	Description	Time	Rate	Fee
11/17/03	D. Dixon	Operations Mgmt & Analysis	Coordinate efforts to resolve Lichtenstein reporting issues with B. Vazoulas.	0:24	390.00	156.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Discuss editorial content issues with P. Bloch.	0:42	390.00	273.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Discuss foreign edition payment issues with legal.	0:18	390.00	117.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Establish vendor payment arrangements relating to various expenses.	0:30	390.00	195.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Meeting with B. Vazoulas regarding due diligence requests, review and recommend responses.	0:48	390.00	312.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Review executory contracts, update accept/reject status based on feedback from staff and recommendations.	0:42	390.00	273.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Review MediaMark Research contract, discuss with Rich M. (GMI) and recommend acceptance as presented.	0:42	390.00	273.00
11/17/03	D. Dixon	Operations Mgmt & Analysis	Strategize vendor payment issues with R. Galloway.	0:54	390.00	351.00
11/17/03	JC Crouse	Operations Mgmt & Analysis	Discussion with Legal on Penthouse Far east payments	0:12	325.00	65.00
11/17/03	JC Crouse	Operations Mgmt & Analysis	Investigate benchmarks on club royalties	0:45	325.00	243.75
11/17/03	JC Crouse	Operations Mgmt & Analysis	Review and discuss New Jersey storage issues with Jeff Lagrotte	0:12	325.00	65.00
11/17/03	JC Crouse	Operations Mgmt & Analysis	Review and discuss NTS issues in advance of communication with them	0:18	325.00	97.50
11/17/03	S. Avila	Operations Mgmt & Analysis	Meeting with D. Dixon to discuss GMI issues.	0:36	475.00	285.00
11/17/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: Marketing research, staffing; January advertising	0:48	475.00	380.00
11/17/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: on -sale dates for December and production issues.	0:48	475.00	380.00
11/17/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: review Circle K presentation.	0:48	475.00	380.00
11/17/03	S. Avila	Operations Mgmt & Analysis	Prepare for and participate in conference call with GMI's critical vendors.	0:48	475.00	380.00
11/17/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail correspondence re: day-to-day operating activities.	0:42	475.00	332.50
11/18/03	D. Dixon	Operations Mgmt & Analysis	Meet with insurance broker from Accordia to discuss insurance renewals.	0:54	390.00	351.00
11/18/03	D. Dixon	Operations Mgmt & Analysis	Review employee listing with addresses and begin research on pay information for the week before petition date.	0:24	390.00	156.00
11/18/03	D. Dixon	Operations Mgmt & Analysis	Analyze claims data and model analysis.	1:36	390.00	624.00
11/18/03	JC Crouse	Operations Mgmt & Analysis	Facilitate Staff meeting	2:00	325.00	650.00
11/18/03	JC Crouse	Operations Mgmt & Analysis	Review and update action issue and project log for Staff meeting	0:42	325.00	227.50
11/18/03	S. Avila	Operations Mgmt & Analysis	Discussions with G. Rojas (GMI) re: international licensees	0:42	475.00	332.50
11/18/03	S. Avila	Operations Mgmt & Analysis	Discussions with GMI's insurance broker re: renewing insurance	0:42	475.00	332.50
11/18/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: December and January on-sale dates and Clifford and Quebecor concerns.	0:36	475.00	285.00

Date	Name	Activity	Description	Time	Rate	Fee
11/18/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: restructuring and operating issues	1:48	475.00	855.00
11/18/03	S. Avila	Operations Mgmt & Analysis	Meeting with J. Gallo and H. Halpner (GMI) re: review Curtis Stipulation, potential claim against Curtis, alternative distributors.	1:18	475.00	617.50
11/18/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: Objection to Curtis Claim and potential	0:24	475.00	190.00
11/18/03	S. Avila	Operations Mgmt & Analysis	Telephone conversations with P. Runko (Quebecor) re: various Issues pertaining to Curtis, and the potential impact on future assignments.	0:36	475.00	285.00
11/19/03	D. Dixon	Operations Mgmt & Analysis	Circulate info on executory contracts to GMI contracts manager.	0:18	390.00	117.00
11/19/03	D. Dixon	Operations Mgmt & Analysis	Meeting with R. Moscola (GMI) to discuss personnel issues.	0:30	390.00	195.00
11/19/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to various emails.	0:24	390.00	156.00
11/19/03	D. Dixon	Operations Mgmt & Analysis	Update the executory contract file and reissue requesting final comments to determine whether to accept or reject each.	1:12	390.00	468.00
11/19/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. DeVino (GMI) re: status of discussions with Image Entertainment and misc. issues pertaining to the Video Dept.	0:30	475.00	237.50
11/19/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner and J. Gallo (GMI) re: discussions with Curtis re: Curtis stipulation and December assignments.	0:42	475.00	332.50
11/20/03	D. Dixon	Operations Mgmt & Analysis	Meeting with representatives of Quebecor re: quality control issues and status of December assignments. Review MRI contact for research reports.	0:42	475.00	332.50
11/20/03	D. Dixon	Operations Mgmt & Analysis	Update executory contract model based on additional feedback from Devino, Gallo and Sutter.	0:24	390.00	156.00
11/20/03	D. Dixon	Operations Mgmt & Analysis	Update executory model with additional assume/reject information. Pursue open items with J. Gallo, F. Devino and M. McNicholas.	0:30	390.00	195.00
11/20/03	JC Crouse	Operations Mgmt & Analysis	Discuss UK storage issue, power of attorney documents with Jeff Lagrotte	1:24	390.00	546.00
11/20/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Meyer & L. Speiser (GMI) re: PR and publicity plans for 2004.	0:24	325.00	130.00
11/20/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner & J. Gallo (GMI) re: Curtis and impact on future assignments.	0:48	475.00	380.00
11/20/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: review meeting with Quebecor.	0:24	475.00	190.00
11/20/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Sutter (GMI) re: various operating and legal issues.	0:24	475.00	190.00
11/20/03	S. Avila	Operations Mgmt & Analysis	Review and respond to e-mail correspondence re: day-to-day operating issues.	0:18	475.00	142.50
11/21/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: Quebecor funding request and production of December issue.	0:36	475.00	285.00
11/24/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails	0:36	475.00	285.00
11/24/03	D. Dixon	Operations Mgmt & Analysis	Update executory contract file with additional information from staff. Forward to B. Vazoulas for final updates.	0:18	390.00	117.00
11/24/03	JC Crouse	Operations Mgmt & Analysis	Review and respond to emails	0:48	390.00	312.00
11/24/03	JC Crouse	Operations Mgmt & Analysis	Discussion with Jeff Lagrotte on Video business plan	0:30	325.00	162.50
				0:06	325.00	32.50

Date	Name	Activity	Description	Time	Rate	Fee
11/24/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with D. Dixon (CRP) re: cash requirements to fund Quebecor payment.	0:12	475.00	95.00
11/24/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: sale of McKay bonds and impact on restructuring process.	0:30	475.00	237.50
11/24/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Speiser (GMI) re: approval of POY party pictures.	0:18	475.00	142.50
11/24/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: sale of McKay bonds	0:30	475.00	237.50
11/24/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various correspondence re: day-to-day operations.	0:42	475.00	332.50
11/25/03	D. Dixon	Operations Mgmt & Analysis	Finalize and distribute the weekly cash report.	0:30	390.00	195.00
11/25/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	0:48	325.00	260.00
11/25/03	JC Crouse	Operations Mgmt & Analysis	Update action, issue and project log for staff meeting	0:30	325.00	162.50
11/25/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner and Richard Galloway (GMI) re: payments to Quebecor for December printing	0:24	475.00	190.00
11/25/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to P. Runko (Quebecor) re: payment for December printing.	0:18	475.00	142.50
11/25/03	S. Avila	Operations Mgmt & Analysis	Meeting with GMI management team re: operational issues	0:54	475.00	427.50
11/25/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail communications regarding day-to-day operating activities.	0:24	475.00	190.00
11/25/03	S. Avila	Operations Mgmt & Analysis	Review cash payments to Quebecor for printing December issues.	0:18	475.00	142.50
11/25/03	S. Avila	Operations Mgmt & Analysis	Telephone call with M. Greenwald (Image) re: video distribution	0:06	475.00	47.50
11/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with D. Arti re: Forum licensing in the UK.	0:12	475.00	95.00
11/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with I. Baily (FD) re: status of PR activities; status of restructuring process; latest developments with PII	0:24	475.00	190.00
11/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with P. Runko (Quebecor) re: payment of December printing.	0:18	475.00	142.50
11/25/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with representatives of Transcon re: printing of GMI publications	0:18	475.00	142.50
11/26/03	S. Avila	Operations Mgmt & Analysis	Draft correspondence to P. Runko (Quebecor) re: payment for December printing	0:12	475.00	95.00
11/26/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail and written communication re: day-to-day operating activities.	0:30	475.00	237.50
12/1/03	D. Dixon	Operations Mgmt & Analysis	Meeting with CRP team to discuss latest developments and tasks.	1:00	390.00	390.00
12/1/03	JC Crouse	Operations Mgmt & Analysis	Board of Directors report	1:00	325.00	325.00
12/1/03	JC Crouse	Operations Mgmt & Analysis	Meeting with coordinate activities to complete the plan by Dec 19 with Scott Avila and Dan Dixon	1:00	325.00	325.00
12/1/03	JC Crouse	Operations Mgmt & Analysis	Review NTS revenue results for November	0:12	325.00	65.00
12/1/03	S. Avila	Operations Mgmt & Analysis	Read and respond to various e-mails re: day-to-day operations of the business	0:36	475.00	285.00
12/1/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: Holiday bonus	0:24	475.00	190.00
12/1/03	S. Avila	Operations Mgmt & Analysis	Review schedule detailing tax summary data.	0:24	475.00	190.00

Date	Name	Activity	Description	Time	Rate	Fee
12/1/03	S. Avila	Operations Mgmt & Analysis	Review various operating reports	0:24	475.00	190.00
12/1/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with M. Greenwald (Image) re: video distribution	0:12	475.00	95.00
12/1/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with Kyli Ryan re: photo shoot	0:18	475.00	142.50
12/1/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. Galloway (GMI) re: cash disbursements.	0:18	475.00	142.50
12/1/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Sutter (GMI) re: Insurance, Japan licensee,	0:36	475.00	285.00
12/2/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:24	390.00	156.00
12/2/03	D. Dixon	Operations Mgmt & Analysis	Participate in Tuesday staff meeting.	1:24	390.00	546.00
12/2/03	D. Dixon	Operations Mgmt & Analysis	Discussion with J. Gallo regarding contract assumption/rejections.	0:18	390.00	117.00
12/2/03	D. Dixon	Operations Mgmt & Analysis	Discussion with W. Vazoulas regarding various accounting issues and personnel changes.	0:36	390.00	234.00
12/2/03	D. Dixon	Operations Mgmt & Analysis	Support discussion regarding staff changes with B. Vazoulas.	0:18	390.00	117.00
12/2/03	D. Dixon	Operations Mgmt & Analysis	Support decision process with K. Fuchs regarding employee loans.	0:18	390.00	117.00
12/2/03	JC Crouse	Operations Mgmt & Analysis	Prepare for staff meeting, revise issues, projects and actions	1:00	325.00	325.00
12/2/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	1:30	325.00	487.50
12/2/03	JC Crouse	Operations Mgmt & Analysis	Discussion on storage issues and video business	0:48	325.00	260.00
12/2/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend Tuesday GMI staff meeting	0:48	475.00	380.00
12/2/03	S. Avila	Operations Mgmt & Analysis	Review current GMI- projects, initiatives, and issues log and associated follow-up.	0:36	475.00	285.00
12/2/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with B. Castardi (Curtis) re: UCC objection to Curtis' claim.	0:30	475.00	237.50
12/2/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo re: Curtis potential to terminate distribution.	0:36	475.00	285.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Manage employee issues in the accounting dept., resignation & morale.	0:24	390.00	156.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Update the executory contract file, modify content and distribute for additional input.	0:42	390.00	273.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Meeting with B. Vazoulas to review and discuss executory contracts.	0:42	390.00	273.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Provide and discuss with L. Sutter details relating to Club de Players, royalty customer.	0:24	390.00	156.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:24	390.00	156.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Discuss financial closing and accounting timelines with A. Maniscalco and B. Vazoulas.	0:42	390.00	273.00
12/3/03	D. Dixon	Operations Mgmt & Analysis	Meeting with B. Vazoulas regarding bondholder changes and accounting/reporting issues.	0:36	390.00	234.00
12/3/03	S. Avila	Operations Mgmt & Analysis	Discussions with F. DeVino re: video operations.	0:30	475.00	237.50
12/3/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various e-mail communications re: day-to-day operating issues	0:42	475.00	332.50
12/4/03	D. Dixon	Operations Mgmt & Analysis	Update/modify executory contracts model to incorporate changes.	0:54	390.00	351.00

Date	Name	Activity	Description	Time	Rate	Fee
12/4/03	D. Dixon	Operations Mgmt & Analysis	Discuss executory contract issues with G. Rojas, J. Gallo and H. Halpner.	0:36	390.00	234.00
12/4/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails.	0:36	390.00	234.00
12/4/03	JC Crouse	Operations Mgmt & Analysis	Update actions, issues and projects for staff meeting	1:42	325.00	552.50
12/4/03	JC Crouse	Operations Mgmt & Analysis	Discussion with staff members on video business plan	1:00	325.00	325.00
12/4/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	0:48	325.00	260.00
12/4/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Joe Gallo to develop circulation improvement ideas	0:48	325.00	260.00
12/4/03	JC Crouse	Operations Mgmt & Analysis	Meeting with Jeff Lagrotte, Frank Devino on video business plan	0:18	325.00	97.50
12/4/03	S. Avila	Operations Mgmt & Analysis	Review and respond to e-mail communication re: day-to-day operating issues.	0:30	475.00	237.50
12/4/03	S. Avila	Operations Mgmt & Analysis	Read and respond to various e-mail communication re: day-to-day operating issues.	0:30	475.00	237.50
12/5/03	S. Avila	Operations Mgmt & Analysis	Review and respond to e-mail communications to re: day-to-day operating issues.	0:30	475.00	237.50
12/8/03	D. Dixon	Operations Mgmt & Analysis	Discuss executory contract issues with P. Bloch.	0:24	390.00	156.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Review executory contract concerns with G. Rojas.	0:24	390.00	156.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Review disclosure docs with CRP team.	2:36	390.00	1,014.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Manage employee issues and discuss with K. Fuchs.	0:36	390.00	234.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Review current tax issues and payment requirements with S. Herman.	0:12	390.00	78.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to emails from employees and vendors.	0:42	390.00	273.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Review timing concerns for November and December closes with A. Maniscalco.	0:18	390.00	117.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Review employee issues with H. Halpner, G. Rojas, and K. Fuchs relating to 401k payments and direct deposits.	0:24	390.00	156.00
12/8/03	D. Dixon	Operations Mgmt & Analysis	Return call to R. Platz (JH Cohn)	0:06	390.00	39.00
12/8/03	S. Avila	Operations Mgmt & Analysis	Discussions with K. Fuchs (GMI) re: Holiday bonus for GMI employees	0:30	475.00	237.50
12/8/03	S. Avila	Operations Mgmt & Analysis	Review and respond to e-mail correspondence re: day-to-day operating issues.	0:30	475.00	237.50
12/8/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with L. Morin re: licensee agreement for broadcast/pay-per-view	0:36	475.00	285.00
12/9/03	D. Dixon	Operations Mgmt & Analysis	Review closing progress with A. Maniscalco.	0:12	390.00	78.00
12/9/03	D. Dixon	Operations Mgmt & Analysis	Strategize department position and employee issues with B. Vazoulas.	0:42	390.00	273.00
12/9/03	D. Dixon	Operations Mgmt & Analysis	Participate in Tuesday staff meeting.	0:42	390.00	273.00
12/9/03	JC Crouse	Operations Mgmt & Analysis	Revise and update project, action and issue log for weekly meeting with the staff	1:00	325.00	325.00
12/9/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	1:00	325.00	325.00
12/9/03	JC Crouse	Operations Mgmt & Analysis	Review progress on shipping of UK materials to the US	0:15	325.00	81.25

Date	Name	Activity	Description	Time	Rate	Fee
12/9/03	JC Crouse	Operations Mgmt & Analysis	Review and refine Video Business Plan	0:48	325.00	260.00
12/9/03	JC Crouse	Operations Mgmt & Analysis	Review and refine Video Business Plan	0:12	325.00	65.00
12/9/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend weekly staff meeting.	1:06	475.00	522.50
12/9/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: status of Curtis Service	0:30	475.00	237.50
12/9/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with M. Greenwald (Image) re: video production	0:36	475.00	285.00
12/9/03	S. Avila	Operations Mgmt & Analysis	Discussions with P. Block (GMI) re: meeting with representatives of M. Bell Capital	0:18	475.00	142.50
12/9/03	S. Avila	Operations Mgmt & Analysis	Review and respond to correspondence re: day-to-day operations.	0:42	475.00	332.50
12/10/03	D. Dixon	Operations Mgmt & Analysis	Review net operating loss carry forward calculations and detail with S. Herman (GMI)	0:36	390.00	234.00
12/10/03	D. Dixon	Operations Mgmt & Analysis	Meeting to assign action for the coming weeks Dan Dixon, Scott Avila, Cooper Crouse	0:36	390.00	234.00
12/10/03	JC Crouse	Operations Mgmt & Analysis	Decide on critical vendor payments for Pets	0:12	325.00	65.00
12/10/03	JC Crouse	Operations Mgmt & Analysis	Meeting to assign action for the coming weeks Dan Dixon, Scott Avila, Cooper Crouse	0:36	325.00	195.00
12/10/03	S. Avila	Operations Mgmt & Analysis	Meeting to assign action for the coming weeks Dan Dixon, Scott Avila, Cooper Crouse	0:36	475.00	285.00
12/10/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various correspondence re: day-to-day operating activities.	0:30	475.00	237.50
12/10/03	S. Avila	Operations Mgmt & Analysis	Discussions with various GMI staff members on the status of the hearings and preparation of due diligence information.	0:24	475.00	190.00
12/11/03	D. Dixon	Operations Mgmt & Analysis	Review and respond to various emails.	0:24	390.00	156.00
12/11/03	D. Dixon	Operations Mgmt & Analysis	Participate in Thursday senior staff meeting. Follow up with department staff meetings in B. Vazoulas' absence.	0:54	390.00	351.00
12/11/03	JC Crouse	Operations Mgmt & Analysis	Facilitate staff meeting	1:00	325.00	325.00
12/11/03	JC Crouse	Operations Mgmt & Analysis	Review video business plan document	0:15	325.00	81.25
12/11/03	JC Crouse	Operations Mgmt & Analysis	Review video business plan document	0:12	325.00	65.00
12/11/03	JC Crouse	Operations Mgmt & Analysis	Review November Financials	0:24	325.00	130.00
12/11/03	JC Crouse	Operations Mgmt & Analysis	Review NTS memo on proposed resolution	0:24	325.00	130.00
12/11/03	JC Crouse	Operations Mgmt & Analysis	Fee Application	2:24	325.00	780.00
12/11/03	S. Avila	Operations Mgmt & Analysis	Prepare for and attend staff meeting	1:06	475.00	522.50
12/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with J. Gallo (GMI) re: status of Curtis; circulation projects.	0:24	475.00	190.00
12/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with H. Halpner (GMI) re: status of production of Pet of the Year Issue; problems with Clifford Paper.	0:18	475.00	142.50
12/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with L. Speiser (GMI) re: publicity plans for 2004 and promotional event week of 12/15	0:18	475.00	142.50
12/11/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Meyer (GMI) re: promotional plans for 2004.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
12/11/03	S. Avila	Operations Mgmt & Analysis	Review and respond to correspondence re: day-to-day operations of the business	0:30	475.00	237.50
12/12/03	S. Avila	Operations Mgmt & Analysis	Review and respond to various correspondence re: day-to-day business operations.	0:24	475.00	190.00
12/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with D. Meyer (GMI) re: promotion plans and strategy for 2004;	1:30	475.00	712.50
12/12/03	S. Avila	Operations Mgmt & Analysis	Discussions with R. McEntee (GMI) re: advertising and event plans for 2004; re-launching of magazine; consumer research.	1:06	475.00	522.50
12/12/03	S. Avila	Operations Mgmt & Analysis	Review correspondence from P. Block re: re-design of Penthouse magazine.	0:30	475.00	237.50
12/15/03	JC Crouse	Operations Mgmt & Analysis	Pack up materials, communication with GMI staff	3:30	325.00	1,137.50
12/15/03	S. Avila	Operations Mgmt & Analysis	Discussions with GMI management team re: transition of CRP	3:30	475.00	1,662.50
12/15/03	S. Avila	Operations Mgmt & Analysis	Meeting with R. Feinstein (PSZYJW) re: transition to CRP roles and responsibilities	3:00	475.00	1,425.00
12/15/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. Feinstein (PSZYJW) re: transition of CRP	0:18	475.00	142.50
12/15/03	S. Avila	Operations Mgmt & Analysis	Telephone conversation with R. McEntee (GMI) re: transition of CRP	0:30	475.00	237.50
12/16/03	D. Dixon	Operations Mgmt & Analysis	Transition time for staff and Seneca group.	3:00	390.00	1,170.00
12/16/03	JC Crouse	Operations Mgmt & Analysis	Answer emails from GMI staff and other constituents	0:30	325.00	162.50
12/16/03	S. Avila	Operations Mgmt & Analysis	Various tasks with respect to the transition of CRP roles and responsibilities.	3:30	475.00	1,662.50
<b>Operations Mgmt &amp; Analysis Total</b>				<b>776.60</b>		<b>310,373.50</b>
10/27/03	JC Crouse	Plan Issues	Develop Plan of reorganization business plan and financial projections	0:42	325.00	227.50
10/27/03	S. Avila	Plan Issues	Review and revise various financial models and business plans.	2:12	475.00	1,045.00
10/28/03	JC Crouse	Plan Issues	Develop Plan of Reorganization business plan, model and associated schedules	7:48	325.00	2,535.00
10/29/03	JC Crouse	Plan Issues	Telecon with Scott Avila re Plan of Reorg model	0:06	325.00	32.50
10/29/03	JC Crouse	Plan Issues	Develop restructured business plan for review with Chairman	10:06	325.00	3,282.50
10/29/03	S. Avila	Plan Issues	Telecon with C. Crouse re Plan of Reorg model	0:06	475.00	47.50
10/30/03	JC Crouse	Plan Issues	Develop restructured business plan, model and schedules for review with Bond Holders	10:18	325.00	3,347.50
10/30/03	JC Crouse	Plan Issues	Meeting with Frank Devino and Scott Avila to review restructuring plan for business	1:00	325.00	325.00
10/30/03	JC Crouse	Plan Issues	Meeting with Mike Mc Nicholas and Scott Avila to review restructuring plan for internet business	0:48	325.00	260.00
10/31/03	JC Crouse	Plan Issues	Develop restructured business plan, model and schedules for review with Bond Holders	3:30	325.00	1,137.50
11/04/03	S. Avila	Plan Issues	Review correspondence from D. Hillman (Shulte) re: draft plan of reorganization.	0:12	475.00	95.00
11/04/03	S. Avila	Plan Issues	Review draft of Plan of Reorganization.	0:30	475.00	237.50
11/11/03	JC Crouse	Plan Issues	Restructuring models to support Plan of Restructuring	4:36	325.00	1,495.00
11/12/03	JC Crouse	Plan Issues	Models to support Plan of Reorganization	9:30	325.00	3,087.50
11/13/03	JC Crouse	Plan Issues	Discuss pre press capital expenses with Hal Halpern	0:12	325.00	65.00
11/13/03	JC Crouse	Plan Issues	Models to support Plan of Reorganization	3:00	325.00	975.00
11/14/03	JC Crouse	Plan Issues	Models to support Plan of Reorganization	4:00	325.00	1,300.00
11/14/03	JC Crouse	Plan Issues	Models to support Plan of Reorganization	4:15	325.00	1,381.25

Date	Name	Activity	Description	Time	Rate	Fee
11/17/03	JC Crouse	Plan Issues	Develop Plan of Reorganization transition balance sheet	6:18	325.00	2,047.50
11/17/03	JC Crouse	Plan Issues	Revise presentation and schedules for Cerberus	3:00	325.00	975.00
11/17/03	JC Crouse	Plan Issues	Revise presentation and schedules for Cerberus	0:48	325.00	260.00
11/17/03	S. Avila	Plan Issues	Review and revise draft of Plan of Reorganization.	1:24	475.00	665.00
11/17/03	S. Avila	Plan Issues	Telephone conversation with J. Naccarato (Cerberus) re: restructuring strategy and POR	0:30	475.00	237.50
11/17/03	S. Avila	Plan Issues	Telephone conversation with R. Feinstein (PSZYJW) re: restructuring strategy and tactics - POR and Disclosure Statement.	0:36	475.00	285.00
11/18/03	JC Crouse	Plan Issues	Develop liquidation analysis for Plan of Reorganization	9:18	325.00	3,022.50
11/19/03	JC Crouse	Plan Issues	Create debt schedule, analyze debt and interest impact on Plan of Reorganization under different scenarios	4:24	325.00	1,430.00
11/19/03	JC Crouse	Plan Issues	Develop liquidation analysis for Plan of Reorganization	2:36	325.00	845.00
11/19/03	S. Avila	Plan Issues	Revise transitional balance sheet for Plan of Reorganization	2:18	325.00	747.50
11/19/03	S. Avila	Plan Issues	Review and revise claims analysis.	1:12	475.00	570.00
11/19/03	S. Avila	Plan Issues	Review and revise Historical Financial schedule	0:24	475.00	190.00
11/19/03	S. Avila	Plan Issues	Review Disclosure Statement	1:06	475.00	522.50
11/19/03	S. Avila	Plan Issues	Review projected administrative claims	0:30	475.00	237.50
11/20/03	JC Crouse	Plan Issues	Meeting with Scott Avila on Plan of Reorganization completion	0:30	325.00	162.50
11/20/03	JC Crouse	Plan Issues	Develop liquidation analysis for Plan of Reorganization	1:30	325.00	487.50
11/20/03	JC Crouse	Plan Issues	Review and revise financial projections for Plan of Reorganization	1:42	325.00	552.50
11/20/03	JC Crouse	Plan Issues	Review disclosure statement and plan of reorganization draft	2:30	325.00	812.50
11/20/03	S. Avila	Plan Issues	Meeting with Scott Avila on Plan of Reorganization completion	0:30	475.00	237.50
11/20/03	S. Avila	Plan Issues	Review and revise draft of Disclosure Statement	0:42	475.00	332.50
11/20/03	S. Avila	Plan Issues	Telephone conversation with R. Feinstein (PSZYJW) re: case strategy & Disclosure Statement.	0:30	475.00	237.50
11/21/03	S. Avila	Plan Issues	Review and revise financial projections	0:54	475.00	427.50
11/24/03	JC Crouse	Plan Issues	Develop of plan of reorganization financials	3:42	325.00	1,202.50
11/24/03	JC Crouse	Plan Issues	Develop of plan of reorganization financials - balance sheet and 90-7 schedule	1:42	325.00	552.50
11/25/03	JC Crouse	Plan Issues	Develop of plan of reorganization financials - balance sheet and 90-7 schedule	0:42	325.00	227.50
11/25/03	JC Crouse	Plan Issues	Develop of plan of reorganization financials - balance sheet and 90-7 schedule	0:30	325.00	162.50
11/25/03	JC Crouse	Plan Issues	Financials and explanation for financials	1:42	325.00	552.50
11/25/03	JC Crouse	Plan Issues	Financials and explanation for financials	6:42	325.00	2,177.50
11/25/03	JC Crouse	Plan Issues	Review of liquidation analysis	1:00	325.00	325.00
11/25/03	JC Crouse	Plan Issues	Telecon with Pachulski	0:24	325.00	130.00
11/25/03	S. Avila	Plan Issues	Review and revise liquidation analysis	0:36	475.00	285.00
11/25/03	S. Avila	Plan Issues	Review creditor matrix as it pertains to draft of Plan of reorganization.	0:24	475.00	190.00
11/26/03	JC Crouse	Plan Issues	Financials and explanation for financials	4:42	325.00	1,527.50
11/26/03	S. Avila	Plan Issues	Review communication from J. Gallo (GMI) re: analysis of executory contracts	0:12	475.00	95.00
12/1/03	JC Crouse	Plan Issues	Telecon with Pachulski, Scott Avila re Plan of Reorg	0:30	325.00	162.50
12/1/03	JC Crouse	Plan Issues	Liquidation analysis	2:30	325.00	812.50

Date	Name	Activity	Description	Time	Rate	Fee
12/1/03	JC Crouse	Plan Issues	Revision of documentation of Best Interest for disclosure statement	2:30	325.00	812.50
12/1/03	JC Crouse	Plan Issues	Plan of Reorganization - revisions of Financial projections and documentation	2:30	325.00	812.50
12/1/03	JC Crouse	Plan Issues	Plan of Reorganization - revisions of Financial projections and 90-7 analysis	0:30	325.00	162.50
12/1/03	S. Avila	Plan Issues	Review and Revise Disclosure Statement	0:36	475.00	285.00
12/1/03	S. Avila	Plan Issues	Review and revise liquidation analysis	0:18	475.00	142.50
12/1/03	S. Avila	Plan Issues	Review draft of disclosure statement	0:24	475.00	190.00
12/2/03	JC Crouse	Plan Issues	Liquidation analysis	4:00	325.00	1,300.00
12/2/03	JC Crouse	Plan Issues	Valuation of business	1:48	325.00	585.00
12/2/03	JC Crouse	Plan Issues	Disclosure statement - best interest test and liquidation analysis	1:48	325.00	585.00
12/2/03	JC Crouse	Plan Issues	Plan of reorganization financial projections	0:48	325.00	260.00
12/2/03	S. Avila	Plan Issues	Review historical financials to be included in Disclosure Statement.	0:30	475.00	237.50
12/2/03	S. Avila	Plan Issues	Review and revise liquidation analysis	1:12	475.00	570.00
12/3/03	D. Dixon	Plan issues	Modify the plan disclosure model, incorporating all classes of creditors per parts of the disclosure document.	3:30	390.00	1,365.00
12/3/03	JC Crouse	Plan Issues	Plan of reorganization financial projections	0:18	325.00	97.50
12/3/03	JC Crouse	Plan Issues	Liquidation analysis	1:30	325.00	487.50
12/3/03	JC Crouse	Plan Issues	Liquidation analysis	2:15	325.00	731.25
12/3/03	JC Crouse	Plan Issues	Plan of reorganization financial projections	3:24	325.00	1,105.00
12/3/03	JC Crouse	Plan Issues	Disclosure statement - Risks associated with financial projections	1:06	325.00	357.50
12/3/03	S. Avila	Plan Issues	Review and revise projected financial information	0:48	475.00	380.00
12/3/03	S. Avila	Plan Issues	Review and revise liquidity analysis	0:36	475.00	285.00
12/4/03	D. Dixon	Plan issues	Modify the reorganization plan payout model with creditor classifications per the plan.	1:48	475.00	855.00
12/4/03	JC Crouse	Plan Issues	Analyze potential claims from contract rejections	0:54	390.00	351.00
12/4/03	JC Crouse	Plan Issues	Analyze potential claims from contract rejections	1:06	325.00	357.50
12/8/03	D. Dixon	Plan issues	Review plan and disclosure statements prepared by Pachulski et al.	2:30	325.00	812.50
12/8/03	D. Dixon	Plan Issues	Discuss executory contact status and potential claim amount with C. Crouse	1:48	390.00	702.00
12/8/03	JC Crouse	Plan Issues	Discuss executory contact status and potential claim amount with Dan Dixon	0:18	390.00	117.00
12/8/03	JC Crouse	Plan Issues	Complete language on Certain Risks to the Plan***	0:18	325.00	97.50
12/8/03	JC Crouse	Plan Issues	Complete language on Financial Feasibility***	1:18	325.00	422.50
12/8/03	JC Crouse	Plan Issues	Analyze executory contracts and estimate potential claims on proposed rejected contracts	0:54	325.00	292.50
12/8/03	JC Crouse	Plan Issues	Complete language and analysis on Liquidation Analysis***	0:48	325.00	260.00
12/8/03	JC Crouse	Plan Issues	Analyze executory contracts and estimate potential claims on proposed rejected contracts	0:18	325.00	97.50
12/8/03	JC Crouse	Plan Issues	Review latest draft of disclosure statement and plan of reorganization, identify and complete missing and incomplete sections	6:36	325.00	2,145.00
12/8/03	JC Crouse	Plan Issues	Revise financial projections	1:36	325.00	520.00
12/8/03	S. Avila	Plan Issues	Review and revise disclosure statement and plan of reorganization.	0:36	325.00	195.00
12/8/03	S. Avila	Plan Issues	Review exhibits to disclosure statement	1:24	475.00	665.00
12/9/03	D. Dixon	Plan Issues	Research financial data for the disclosure documents, review 10K for 12/31/02 and the draft 10Q for 9/30/03. Confirm numbers with B. Vazoulas.	0:54	475.00	427.50
				2:42	390.00	1,053.00

Date	Name	Activity	Description	Time	Rate	Fee
12/9/03	D. Dixon	Plan Issues	Modify the distribution analysis model after updating for disclosure document info and researched information.	2:54	390.00	1,131.00
12/9/03	D. Dixon	Plan Issues	Update the distribution analysis model to include changes per the disclosure document and additional financial data.	1:18	390.00	507.00
12/9/03	D. Dixon	Plan Issues	Additional review of the disclosure docs comparing language to the draft 10Q for 9/30/03.	1:36	390.00	624.00
12/9/03	JC Crouse	Plan Issues	Review and update disclosure statement operational specifics	0:48	325.00	260.00
12/9/03	JC Crouse	Plan Issues	Review and update disclosure statement operational specifics	0:54	325.00	292.50
12/9/03	JC Crouse	Plan Issues	Review and update disclosure statement operational specifics	0:30	325.00	162.50
12/9/03	JC Crouse	Plan Issues	Review and update disclosure statement financial projections	1:30	325.00	487.50
12/9/03	S. Avila	Plan Issues	Review and revise Disclosure statement	0:54	475.00	427.50
12/9/03	S. Avila	Plan Issues	Review and revise financial projections to be included in Disclosure Statement.	0:42	475.00	332.50
12/10/03	D. Dixon	Plan issues	Review disclosure statement data and forward to M. Bove (Pachulski).	0:18	390.00	117.00
12/10/03	D. Dixon	Plan Issues	Prepare DIP interest estimate for 12/1 to 12/14/03 for Bheta Uhse due diligence team.	0:18	390.00	117.00
12/10/03	JC Crouse	Plan Issues	Discussion with Stephen Hermann on appropriate language for Tax Section of the Disclosure Statement	0:30	325.00	162.50
12/10/03	JC Crouse	Plan Issues	Review and refine Disclosure Statement operational specifics	0:48	325.00	260.00
12/10/03	JC Crouse	Plan Issues	Write and send email on liquidation analysis to Maria Bove at Pachulski	0:12	325.00	65.00
12/10/03	JC Crouse	Plan Issues	Completion of Fee Application	4:24	325.00	1,430.00
12/10/03	JC Crouse	Plan Issues	Completion of Fee Application	3:48	325.00	1,235.00
12/10/03	S. Avila	Plan Issues	Discussions with representatives of M. Bell Capital, R. Feinstein (PSZYJW), P. Kizel (LS) and C. Zucker (JHC) re: revisions to plan of reorganization and disclosure statement.	4:00	475.00	1,900.00
12/11/03	D. Dixon	Plan Issues	Update the disclosure & plan model to include change.	1:24	390.00	546.00
12/12/03	S. Avila	Plan Issues	Review and revise draft of Plan of Reorganization.	0:48	475.00	380.00
12/12/03	S. Avila	Plan Issues	Review and review draft of disclosure statement	0:42	475.00	332.50
12/13/03	S. Avila	Plan Issues	Review and revise disclosure statement; draft asset sale process;	1:48	475.00	855.00
12/14/03	S. Avila	Plan Issues	Review and revise disclosure statement	0:48	475.00	380.00
12/17/03	D. Dixon	Plan issues	Provide analysis for R. Feinstein regarding convenience class claims.	0:20	390.00	130.00
<b>Plan Issues Total</b>				<b>218.73</b>		<b>76,820.00</b>
08/22/03	JC Crouse	Sale of Company	Restructuring Model Development	2:30	325.00	812.50
08/25/03	JC Crouse	Sale of Company	Review and update due diligence checklist and staff assignments	0:45	325.00	243.75
08/25/03	JC Crouse	Sale of Company	Create restructuring financial model	3:00	325.00	975.00
08/25/03	S. Avila	Sale of Company	Discussions with GMI staff re: preparation of due diligence information.	0:30	475.00	237.50
08/25/03	S. Avila	Sale of Company	Conference call with GMI working group re: due diligence process; Paymentech/credit card processing issues, auditing of licensing, etc.	0:48	475.00	380.00
08/25/03	S. Avila	Sale of Company	Meeting with representatives of Ventana Holdings and The Boston Consulting Group re: due diligence process	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
08/25/03	S. Avila	Sale of Company	Meeting with GMI staff re: preparation of due diligence organization materials.	0:30	475.00	237.50
08/25/03	S. Avila	Sale of Company	Review communications from P. Evans re: interest in GMI.	0:12	475.00	95.00
08/25/03	S. Avila	Sale of Company	Draft correspondence to GMI management assignments re: Due Diligence assignments.	0:12	475.00	95.00
08/26/03	D. Dixon	Sale of Company	Review the due diligence lists to organize and set up data room.	0:15	390.00	97.50
08/26/03	JC Crouse	Sale of Company	Create restructuring financial model	1:15	325.00	406.25
08/26/03	JC Crouse	Sale of Company	Create restructuring financial model	4:00	325.00	1,300.00
08/26/03	S. Avila	Sale of Company	Discussions with potential investor group re: due diligence requests.	0:42	475.00	332.50
08/26/03	S. Avila	Sale of Company	Draft correspondence to GMI re: due diligence meetings.	0:24	475.00	190.00
08/27/03	A. Snyder	Sale of Company	Met with D. Dixon, L. Sutter, A. Maniscalco, R. Galloway, S. Herman and S. Avila. Reviewed due diligence request and list of information requests to company departments. Met with B. Reed to outline the process entailed for the due diligence library.	4:00	175.00	700.00
08/27/03	A. Snyder	Sale of Company	Created hard copy catalogue system for due diligence. Met with S. Cook regarding setting up FTP page for electronic cataloguing. Set up logs, folders and scanner.	2:30	175.00	437.50
08/27/03	A. Snyder	Sale of Company	Met with A. Moore to gather supplies and discuss procedures for entering office and logging in. Reviewed Sampoerna Group contact list and reviewed logs created with B. Reed. Gathered, copied, catalogued and scanned tax, payroll records, and general corporate information.	5:30	175.00	962.50
08/27/03	D. Dixon	Sale of Company	Provide support to due diligence information gathering and set up.	0:18	390.00	117.00
08/27/03	JC Crouse	Sale of Company	Create restructuring financial model	4:45	325.00	1,543.75
08/27/03	JC Crouse	Sale of Company	Create Integrated Labor Pool analysis in Restructuring Financial Model	5:00	325.00	1,625.00
08/27/03	S. Avila	Sale of Company	Review and revise financial projections and corresponding business plan.	0:30	475.00	237.50
08/27/03	S. Avila	Sale of Company	Review correspondence from P. Bloch (GMI) re: Due diligence information request.	0:06	475.00	47.50
08/27/03	W. Snyder	Sale of Company	Met with members of team to discuss work plan	2:00	475.00	950.00
08/27/03	W. Snyder	Sale of Company	Reviewed documents	1:30	475.00	712.50
08/27/03	W. Snyder	Sale of Company	reviewed budget/cash flow	1:00	475.00	475.00
08/28/03	A. Snyder	Sale of Company	Catalogued key metrics for penthouse.com and pop-up consoles, trademarks, copyrights and lists of international editions and publications. Catalogued insurance policy summary sheets, workers compensation and personal liability of R. Guccione financing documents. Created spreadsheet control log of potential investors for S. Avila.	4:00	175.00	700.00
08/28/03	A. Snyder	Sale of Company	Catalogued cash accounts for subscriptions and operations, summary information of PP & E and detailed information regarding accrued liabilities at 6/30/03.	3:30	175.00	612.50
08/28/03	A. Snyder	Sale of Company	Created contact lists for GMI and advisors, catalogued litigation, three years of financial statements, financial statements by segments, year end adjustments, 10K and financial projections.	4:00	175.00	700.00
08/28/03	JC Crouse	Sale of Company	Create Restructuring Financial Model	3:30	325.00	1,137.50

Date	Name	Activity	Description	Time	Rate	Fee
08/28/03	W. Snyder	Sale of Company	Discussed case issues with team and timing	2:00	475.00	950.00
08/29/03	A. Snyder	Sale of Company	Meeting with M. Rothenberg regarding inventory issues, contracts and licensing agreements. Meeting with H. Halpner concerning due diligence issues and production. Meeting with J. Gallo regarding due diligence issues and circulation.	1:30	175.00	262.50
08/29/03	A. Snyder	Sale of Company	Set up catalogue system for contracts, agreements and licenses. Catalogued third party licensing agreements related to the New York and San Antonio club locations.	2:30	175.00	437.50
08/31/03	W. Snyder	Courtesy Discst	Courtesy Discount		475.00	(3,087.50)
09/02/03	S. Avila	Sale of Company	Discussions with counsel representing potential investor.	0:18	475.00	142.50
09/03/03	A. Snyder	Sale of Company	Meeting with J. Gallo to review list of potential investors. Discussions with G. Rojas and review of SRDS for publishing companies.	1:30	175.00	262.50
09/03/03	A. Snyder	Sale of Company	Attended employee meeting.	0:30	175.00	87.50
09/03/03	A. Snyder	Sale of Company	Meeting with K. Fuchs regarding organizational charts, medical benefits, 401K and issues surrounding accounting and control of Human Resources.	0:30	175.00	87.50
09/03/03	A. Snyder	Sale of Company	Meeting with S. Herman to review and assist with due diligence process. Reviewed state and sales tax returns for due diligence catalogue. Meetings with B. Reed and Maria S. regarding the catalogues for tax returns, contracts, licenses and agreements.	1:15	175.00	218.75
09/03/03	A. Snyder	Sale of Company	Review of SRDS documents. Created spreadsheet and investigated Dennis Publishing and Hearst Magazines on the internet. Downloaded from Hoovers, Standard and Poors and the Wall Street Journal,. Documented company profiles, histories, news articles, key p	2:00	175.00	350.00
09/03/03	A. Snyder	Sale of Company	Meeting with A. Maniscalco to review inventory issues related to due diligence. Reviewed auditors' questions and answers related to accounting and controls of inventory. Catalogued paper, art, editorial and video assets inventories.	2:30	175.00	437.50
09/03/03	A. Snyder	Sale of Company	Meeting with J. Gallo to review 7-11 presentation, discussed industry and due diligence issues related to circulation.	0:45	175.00	131.25
09/03/03	A. Snyder	Sale of Company	Meeting with R. McEntee to review marketing of magazines and providing information for the due diligence process.	0:15	175.00	43.75
09/03/03	A. Snyder	Sale of Company	Catalogued production, human resources 401-K, medical benefits, travel and entertainment, marketing of videos, DVDs and broadcast reports. Catalogued revenue reports for 03/2003 and 07/2003.	2:30	175.00	437.50
09/03/03	S. Avila	Sale of Company	Meeting with S. Herman (GMI) re: assisting with schedules and due diligence process.	0:30	475.00	237.50
09/04/03	A. Snyder	Sale of Company	Meeting with D. Brennan to review account receivable due diligence issues. Catalogued account receivable credit terms, payment history, bad debt policy, A/R accounting and control issues. Meetings with B. Reed and M.S. to discuss process for cataloguing a	1:45	175.00	306.25

Date	Name	Activity	Description	Time	Rate	Fee
09/04/03	A. Snyder	Sale of Company	Meeting with S. Cook to review information system due diligence issues. Discussed the actual process of getting large amounts of information to potential investors based on existing infrastructure. Catalogued S. Cook's description of system, applications			
09/04/03	A. Snyder	Sale of Company	Research regarding Playboy, Hustler, New Frontier, e-map and Prime Media. Downloaded from Hoovers, Standard and Poors, the Wall Street Journal, Folio and AdMedia M&A. Documented company profiles, histories, news articles, key people with bios, and Secur	1:45	175.00	306.25
09/04/03	A. Snyder	Sale of Company	Catalogued sample business plan report, inventory summary sheet, sample ads in GMI magazines and pricing plans, pricing comparisons to competitors.	3:45	175.00	656.25
09/04/03	A. Snyder	Sale of Company	Meeting with W. Vazoulas to review due diligence issues. Catalogued covenant compliance summary at 12/31/02, loan covenants and indenture document.	1:30	175.00	262.50
09/05/03	A. Snyder	Sale of Company	Meeting with R. Galloway and J. Winder to discuss due diligence issues and critical vendor list. Catalogued accounts payable aging analysis, accounting and control issues and procedures.	3:15	175.00	568.75
09/05/03	A. Snyder	Sale of Company	Meeting with R. McEntee for second review of due diligence issues. Catalogued competitors ads, market information, production specs magazine information and pricing issues.	1:45	175.00	306.25
09/05/03	A. Snyder	Sale of Company	Meeting with A. Maniscalco to review due diligence issues regarding other assets. Meeting with S. Herman to review the appraisals of artwork and furniture stored at home of R. Guccione. Catalogued other asset summary, executive insurance CSV, artwork and	1:30	175.00	262.50
09/05/03	A. Snyder	Sale of Company	Meeting with S. Cook to review options to burn CDs off FTP. Discussions with S. Avila and B. Reed regarding pros and cons of using CD medium. Renamed index directory into 8 bit file names. Meetings with S. Cook and B. Reed to burn CDs and distribute due	2:30	175.00	437.50
09/05/03	A. Snyder	Sale of Company	Updated investor tracking sheet with potential investor names. Drafted letter for S. Avila to accompany CDs for due diligence distribution.	5:30	175.00	962.50
09/05/03	A. Snyder	Sale of Company	Meeting with B. Reed and assistance to set up new catalogue for tax information. Checking code key information and descriptive detail. Reviewed due diligence process with B. Reed.	1:30	175.00	262.50
09/05/03	S. Avila	Sale of Company	Review correspondence from R. Feinstein (PSZYJW) re: due diligence information.	1:15	175.00	218.75
09/05/03	S. Avila	Sale of Company	Review and revise due diligence information; review correspondence to potential plan sponsors,	0:18	475.00	142.50
09/06/03	A. Snyder	Sale of Company	Updated letter to accompany due diligence CD to D. Ardi. Worked on catalogue index and verified code key information to index. Federal Express letter, index and CD to Ardi in Beverly Hills.	0:48	475.00	380.00
				2:00	175.00	350.00

Date	Name	Activity	Description	Time	Rate	Fee
09/06/03	A. Snyder	Sale of Company	Downloaded every publisher in Hoovers under the adult entertainment category. Fed names into potential investor spreadsheet and input names of presidents and phone numbers for about 70 publishers.			
09/06/03	A. Snyder	Sale of Company	Meeting with S. Michael to review due diligence process and handing off documents for her follow up. Went over the GMI information teaser for potential investors. Delineated responsibilities with financial schedules and descriptive areas.	4:00	175.00	700.00
09/06/03	A. Snyder	Sale of Company	Assisted S. Avila with contribution margin analysis and schedules for creditor meeting.	1:30	175.00	262.50
09/06/03	A. Snyder	Sale of Company	Updated catalogue index and investor tracking material. Forwarded to S. Avila, D. Dixon and C. Crouse.	8:00	175.00	1,400.00
09/06/03	S. Avila	Sale of Company	Review and revise due diligence information and process	1:30	175.00	262.50
09/08/03	A. Snyder	Sale of Company	Discussion with S. Michael regarding First Day Motions.	2:30	475.00	1,187.50
09/09/03	A. Snyder	Sale of Company	Discussion with B. Reed regarding catalogue index. Reviewed tax return index.	0:15	175.00	43.75
09/09/03	A. Snyder	Sale of Company	Researched remaining publishers listed as potential investors for presidents' names and phone numbers. Forwarded to team in NY.	0:30	175.00	87.50
09/09/03	A. Snyder	Sale of Company	Lay out of information flyer for potential investors.	5:30	175.00	962.50
09/11/03	A. Snyder	Sale of Company	Discussion with B. Reed regarding catalogue indexes. Formatted tax index and contract index.	0:30	175.00	87.50
09/11/03	A. Snyder	Sale of Company	Created draft of potential investor information sheets. Communicated with D. Dixon and C. Crouse for information inserts.	1:00	175.00	175.00
09/11/03	A. Snyder	Sale of Company	Continued to work on GMI information sheets regarding sample financial data extrapolated from the 10K. Subject matters were extracts from income statements and balance sheets from 2000, 2001 & 2002.	4:00	175.00	700.00
09/11/03	S. Avila	Sale of Company	Review executed CA and due diligence requests, distribute due diligence material.	3:00	175.00	525.00
09/12/03	A. Snyder	Sale of Company	Continued to work on GMI offering memorandum regarding sample financial data extrapolated from the 10K. Subject matters were extracts from income statements regarding direct costs by segment and sales, general and administrative expenses.	0:24	475.00	190.00
09/12/03	S. Avila	Sale of Company	Telephone call to S. Michael (GMI) re: compilation of due diligence process.	4:00	175.00	700.00
09/12/03	S. Avila	Sale of Company	Review draft of offering memorandum	0:18	475.00	142.50
09/12/03	S. Avila	Sale of Company	Draft correspondence to S. Michael (GMI) re: Due Diligence process	0:24	475.00	190.00
09/12/03	S. Avila	Sale of Company	Draft correspondence to S. Michael (GMI) re: GMI offering memorandum	0:12	475.00	95.00
09/12/03	S. Avila	Sale of Company	Draft correspondence to T. Guccione (GMI) re: Board of Director Communication.	0:12	475.00	95.00
09/12/03	S. Avila	Sale of Company	Draft communication to S. Michael (GMI) re: Penthouse UK due diligence request.	0:06	475.00	47.50
09/12/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial Capital) re: sale of PH assets.	0:12	475.00	95.00
				0:24	475.00	190.00

Date	Name	Activity	Description	Time	Rate	Fee
09/15/03	A. Snyder	Sale of Company	Research potential investors and strategize contact plan. Research more industry magazines and update database. Look up magazines of publishers of adult entertainment.	4:00	175.00	700.00
09/15/03	A. Snyder	Sale of Company	Continued to extrapolate information from 10K for offering memorandum. Based upon conversation with S. Avila, added sections for assets, liabilities and equities.	3:30	175.00	612.50
09/15/03	A. Snyder	Sale of Company	Revised offering memorandum based on feedback from S. Avila. Discussions with S. Michael regarding offering memorandum for potential investors.	2:30	175.00	437.50
09/15/03	JC Crouse	Sale of Company	Prepare information response for Dennis Ardi	1:30	325.00	487.50
09/15/03	S. Avila	Sale of Company	Review and revise offering memorandum.	0:48	475.00	380.00
09/15/03	W. Snyder	Sale of Company	Reviewed teaser and contact list	1:30	475.00	712.50
09/15/03	W. Snyder	Sale of Company	Called several potential investors - spoke to one left messages with rest	1:30	475.00	712.50
09/16/03	JC Crouse	Sale of Company	Collect information for Dennis Ardi request	0:15	325.00	81.25
09/16/03	S. Avila	Sale of Company	Draft correspondence to S. Michael (GMI) re: Potential investor tracking	0:18	475.00	142.50
09/16/03	S. Avila	Sale of Company	Draft correspondence to R. Feinstein (PSZYJW) re: GMI offering memorandum	0:24	475.00	190.00
09/16/03	W. Snyder	Sale of Company	Reviewed revised list and teaser	1:30	475.00	712.50
09/16/03	W. Snyder	Sale of Company	Called various other potential investors - spoke to 2 left messages for rest	2:30	475.00	1,187.50
09/17/03	A. Snyder	Sale of Company	Continued to investigate potential investor information regarding magazines published. Filled out information as requested by S. Avila.	2:30	175.00	437.50
09/17/03	JC Crouse	Sale of Company	Meeting to review licensing agent plan for generating new revenue for business	1:15	325.00	406.25
09/17/03	W. Snyder	Sale of Company	Called back several potential buyers - no response	1:30	475.00	712.50
09/18/03	S. Avila	Sale of Company	Review correspondence from S. Michael (GMI) re: confidentiality agreement.	0:12	475.00	95.00
09/18/03	S. Avila	Sale of Company	Review correspondence from L. Snyder (CRP) re: GMI offering memorandum.	0:18	475.00	142.50
09/18/03	S. Avila	Sale of Company	Review correspondence from W. Snyder (CRP) re: discussions with Playboy.	0:12	475.00	95.00
09/18/03	S. Avila	Sale of Company	Review draft listing of potential investors.	0:12	475.00	95.00
09/18/03	S. Avila	Sale of Company	Review information request from D. Ardi and distribute to appropriate parties.	0:18	475.00	142.50
09/18/03	S. Avila	Sale of Company	Review update to list of potential investors.	0:12	475.00	95.00
09/18/03	S. Avila	Sale of Company	Review correspondence from S. Michael (GMI) re: CA agreements.	0:12	475.00	95.00
09/18/03	W. Snyder	Sale of Company	Called back several potential buyers got a response from 1	2:00	475.00	950.00
09/19/03	A. Snyder	Sale of Company	Additional research for information regarding Velvet and Genesis magazines, and other publishers' CFO names and phone numbers. Researched publishers based upon feedback.	3:30	175.00	612.50
09/19/03	A. Snyder	Sale of Company	Conversations with S. Michael regarding the Contracts catalogue index and related issues.	0:15	175.00	43.75
09/19/03	S. Avila	Sale of Company	Review correspondence from potential investor re: Site visit from scheduled for 9/29.	0:12	475.00	95.00
09/19/03	W. Snyder	Sale of Company	Spoke to a potential investor and called back another	1:00	475.00	475.00
09/19/03	W. Snyder	Sale of Company	Spoke to Scott about the issue of having several people calling potential suitors	0:30	475.00	237.50

Date	Name	Activity	Description	Time	Rate	Fee
09/22/03	D. Dixon	Sale of Company	Review and begin collecting data for due diligence data requests for FTI (Cerberus financial advisors), Triax Financial Consultants and others.	2:30	390.00	975.00
09/22/03	D. Dixon	Sale of Company	Meet A. Haworth from Triax to go over due diligence data and determine additional needs.	1:00	390.00	390.00
09/22/03	D. Dixon	Sale of Company	Gather due diligence information, respond to requests, and update files to include in the packages.	3:00	390.00	1,170.00
09/22/03	D. Dixon	Sale of Company	Meet with S. Herman to discuss final issues of the tax return and next steps in getting it filed. Change presentation in due diligence package to include only GMI returns.	0:30	390.00	195.00
09/22/03	D. Dixon	Sale of Company	Additional discussion with A. Haworth regarding data requests for Triax.	0:15	390.00	97.50
09/22/03	S. Avila	Sale of Company	Review information request from Northern & Shell.	0:24	475.00	190.00
09/22/03	S. Avila	Sale of Company	Review information request from Adam Haworth re: information request.	0:12	475.00	95.00
09/22/03	S. Avila	Sale of Company	Review correspondence from J. Saracheck re: due diligence request.	0:18	475.00	142.50
09/22/03	S. Avila	Sale of Company	Review correspondence from R. Feinstein (PSZYJW) re: due diligence request from J. Saracheck.	0:18	475.00	142.50
09/22/03	S. Avila	Sale of Company	Review correspondence from G. Sandu re: due diligence request from J. Saracheck.	0:12	475.00	95.00
09/22/03	S. Avila	Sale of Company	Review correspondence from D. Dixon (CRP) re: various due diligence.	0:18	475.00	142.50
09/22/03	W. Snyder	Sale of Company	spoke to potential purchasers	0:45	475.00	356.25
09/23/03	A. Snyder	Sale of Company	Continued to update potential investor spreadsheet to include names of magazines and ratings.	4:00	175.00	700.00
09/23/03	A. Snyder	Sale of Company	Conversations with S. Michael and W. Snyder regarding status of calls. Set up plan of calling with W. Snyder, Researched on internet and called FHM, Private Media and Gruner + Jahr. Set up follow ups with W. Snyder. Updated spreadsheet and W. Snyder.	3:00	175.00	525.00
09/23/03	D. Dixon	Sale of Company	Data gathering meeting and introduction to key staff for A. Haworth with Triax/IIG.	0:30	390.00	195.00
09/23/03	D. Dixon	Sale of Company	Respond to due diligence requests from Triax/IIG	0:30	390.00	195.00
09/23/03	JC Crouse	Sale of Company	Collect data for Ardi due diligence requests	1:00	325.00	325.00
09/23/03	JC Crouse	Sale of Company	Collect data for Sandu due diligence requests	1:00	325.00	325.00
09/23/03	JC Crouse	Sale of Company	Development of Due Diligence materials in preparation for possible sale of business	1:00	325.00	325.00
09/23/03	JC Crouse	Sale of Company	Collect data for Sandu due diligence requests	3:00	325.00	975.00
09/23/03	JC Crouse	Sale of Company	Collect data for Ardi due diligence requests	1:35	325.00	514.58
09/23/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: due diligence process.	0:18	475.00	142.50
09/23/03	S. Avila	Sale of Company	Review and revise listing of investors and potential parties; review CA, discussions with W. Snyder (CRP) re: potential investors.	1:48	475.00	855.00
09/23/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: due diligence process.	0:24	475.00	190.00
09/23/03	S. Avila	Sale of Company	Review various correspondence from R. Feinstein (PSZYJW ) re: proposed modifications to the CA by potential investors.	0:30	475.00	237.50
09/23/03	W. Snyder	Sale of Company	spoke to potential purchasers	1:00	475.00	475.00
09/24/03	A. Snyder	Sale of Company	Continued to update potential investor spreadsheet to include names of magazines and ratings.	4:30	175.00	787.50

Date	Name	Activity	Description	Time	Rate	Fee
09/24/03	S. Avila	Sale of Company	Telephone conference with representatives of UK Licensee re: due diligence trip scheduled for 9/29.	0:48	475.00	380.00
09/24/03	S. Avila	Sale of Company	Telephone conversation with J. Riccardi re: potential investor.	0:24	475.00	190.00
09/24/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: due diligence process.	0:12	475.00	95.00
09/24/03	W. Snyder	Sale of Company	Spoke to management and potential investors	1:30	475.00	712.50
09/25/03	A. Snyder	Sale of Company	Conversations with W. Snyder regarding status of calls. Set up plan of calling with W. Snyder, Researched on internet and called Ascend Media, Boston Ventures. American Publishing, Dennis Publishing, Hearst Magazines, Rolling Stone, Trump Organization, a			
09/25/03	D. Dixon	Sale of Company	Follow up on data requests from FTI..	6:00	175.00	1,050.00
09/25/03	JC Crouse	Sale of Company	Discussions with S. Avila (CRP) re: restructuring of GMI organization.	0:15	390.00	97.50
09/25/03	JC Crouse	Sale of Company	Organizational restructure	0:24	325.00	130.00
09/25/03	S. Avila	Sale of Company	Review and revise list of potential investors and status of respective due diligence efforts.	3:30	325.00	1,137.50
09/25/03	S. Avila	Sale of Company	Discussions with H. Halpner (GMI) re: status of Quebecor/Curtis assignment.	0:24	475.00	190.00
09/25/03	S. Avila	Sale of Company	Telephone call to C. Samel (GMI) re: due diligence process.	0:12	475.00	95.00
09/25/03	S. Avila	Sale of Company	Telephone calls to various potential investors.	0:12	475.00	95.00
09/25/03	W. Snyder	Sale of Company	Spoke to management and potential investors	0:54	475.00	427.50
09/26/03	JC Crouse	Sale of Company	Organizational restructure	1:30	475.00	712.50
09/26/03	S. Avila	Sale of Company	Discussions with S. Michaels (GMI) re: due diligence process.	3:00	325.00	975.00
09/26/03	S. Avila	Sale of Company	Discussions with W. Snyder (CRP) re: status of contacting of potential investors.	0:18	475.00	142.50
09/26/03	W. Snyder	Sale of Company	Spoke to potential investors - sent data	0:18	475.00	142.50
09/26/03	W. Snyder	Sale of Company	Discussions with S. Avila (CRP) re: status of contacting of potential investors.	1:15	475.00	593.75
09/29/03	JC Crouse	Sale of Company	New plan sponsor review of data request	0:18	475.00	142.50
09/29/03	JC Crouse	Sale of Company	Develop draft organization redesign	1:00	325.00	325.00
09/29/03	JC Crouse	Sale of Company	Develop draft organization redesign	2:00	325.00	650.00
09/29/03	S. Avila	Sale of Company	Telephone call with R. Feinstein (PSZYJW) re: site visit by GMI's UK licensee	1:30	325.00	487.50
09/29/03	S. Avila	Sale of Company	Meeting with GMI's UK licensee re: potential investment in GMI	0:12	475.00	95.00
09/29/03	S. Avila	Sale of Company	Meeting with B. Guccione and UK licensee re: potential investment in GMI	1:54	475.00	902.50
09/30/03	JC Crouse	Sale of Company	Meeting with Devino on organization in Arts and Graphics	1:30	475.00	712.50
09/30/03	JC Crouse	Sale of Company	Meeting with Black on organization in Editorial	1:00	325.00	325.00
09/30/03	JC Crouse	Sale of Company	Organizational redesign	0:45	325.00	243.75
09/30/03	JC Crouse	Sale of Company	Organizational redesign	0:45	325.00	243.75
09/30/03	S. Avila	Sale of Company	Telephone call with A. Miller (HLHZ) re: status of sale process for GMI	2:00	325.00	650.00
09/30/03	S. Avila	Sale of Company	Telephone call with A. Miller (HLHZ) re: status of sale process for GMI	0:42	475.00	332.50
09/30/03	S. Avila	Sale of Company	Meeting with GMI UK licensee re: potential investment in GMI	1:06	475.00	522.50
09/30/03	S. Avila	Sale of Company	Telephone conversation with B. Garfinkel re: due diligence information and CA.	0:18	475.00	142.50
09/30/03	S. Avila	Sale of Company	Telephone conversation with G. Fine re: potential investment in GMI	0:12	475.00	95.00
09/30/03	S. Avila	Sale of Company	Telephone call to K. Montenaro re: potential investment in GMI	0:06	475.00	47.50

Date	Name	Activity	Description	Time	Rate	Fee
09/30/03	S. Avila	Sale of Company	Telephone call to J. Riccardi re: potential investment in GMI	0:12	475.00	95.00
09/30/03	W. Snyder	Courtesy Discst	Courtesy Discount		475.00	(8,692.50)
10/01/03	S. Avila	Sale of Company	Review and revise potential investor list and associated status report.	0:30	475.00	237.50
10/01/03	S. Avila	Sale of Company	Discussions with C. Samel (GMI) re: review potential investor list and update on status ofdi discussions.	0:18	475.00	142.50
10/01/03	S. Avila	Sale of Company	Telephone conversation with K. Montenaro re: potential investment in GMI	0:12	475.00	95.00
10/02/03	S. Avila	Sale of Company	Meeting with representatives of Private Media re: potential investment in GMI	0:36	475.00	285.00
10/02/03	S. Avila	Sale of Company	Review and revise potential investor tracking information, status of due diligence process and on-site visits.	0:30	475.00	237.50
10/02/03	S. Avila	Sale of Company	Telephone conversation with K. Montenegro re: potential investment in GMI	0:18	475.00	142.50
10/03/03	S. Avila	Sale of Company	Review and revise due diligence and potential investor tracking log; call potential investors; research international publications for potential interest in investing GMI.	1:30	475.00	712.50
10/03/03	S. Avila	Sale of Company	Telephone conversation with D. Arti re: due diligence process and potential investment in GMI	0:18	475.00	142.50
10/06/03	A. Snyder	Sale of Company	Downloaded company information and made calls to prospective investors. Called Grupo Televisa, Guardian Media Group, Promodora de Informaciones, RCS Media Group, Schbsted, Axel Springer Vertag, Bonnier, Impresa, SGPS, Newsquest, Orkla, SMG, I Feel Good and SCMG.	2:45	175.00	481.25
10/06/03	S. Avila	Sale of Company	Review and respond to various questions from potential investors.	0:36	475.00	285.00
10/06/03	S. Avila	Sale of Company	Review and revise investor tracking document.	0:24	475.00	190.00
10/06/03	S. Avila	Sale of Company	Review correspondence from A. Guccione re: licensing opportunity.	0:12	475.00	95.00
10/06/03	S. Avila	Sale of Company	Various telephone calls to potential investors.	0:42	475.00	332.50
10/07/03	S. Avila	Sale of Company	Review and respond to various information requests from potential investors.	0:54	475.00	427.50
10/07/03	S. Avila	Sale of Company	Review and revise potential investor contact information and status thereof.	0:48	475.00	380.00
10/07/03	S. Avila	Sale of Company	Sale process - various telephone calls to potential investors; distribute confidentiality agreement and offering memorandum;	1:12	475.00	570.00
10/08/03	S. Avila	Sale of Company	Meeting with financial advisor for GMI's UK licensee re: potential investment in GMI	1:30	475.00	712.50
10/08/03	S. Avila	Sale of Company	Review and respond to party interested in Omni trade name.	0:12	475.00	95.00
10/08/03	S. Avila	Sale of Company	Review and respond to various due diligence information requests	0:36	475.00	285.00
10/08/03	S. Avila	Sale of Company	Review and revise potential investor data	0:18	475.00	142.50
10/08/03	S. Avila	Sale of Company	Review correspondence from UK licensee financial advisor	0:12	475.00	95.00
10/08/03	S. Avila	Sale of Company	Review J. Gallo (GMI) response to information request from potential investors.	0:12	475.00	95.00
10/08/03	S. Avila	Sale of Company	Various telephone conversations with parties re: potential investment in GMI;	1:12	475.00	570.00
10/13/03	S. Avila	Sale of Company	Draft correspondence to C. Prast (Private) re: response to due diligence request.	0:24	475.00	190.00
10/13/03	S. Avila	Sale of Company	Telephone calls to various potential investors.	0:42	475.00	332.50

Date	Name	Activity	Description	Time	Rate	Fee
10/13/03	S. Avila	Sale of Company	Various telephone calls to potential investors.	0:30	475.00	237.50
10/14/03	JC Crouse	Sale of Company	Analysis of headcount reductions planning in restructured business plan	0:54	325.00	292.50
10/14/03	JC Crouse	Sale of Company	Complete internet restructured business plan	2:18	325.00	747.50
10/14/03	JC Crouse	Sale of Company	Meeting with Mike McNicholas re restructured internet business plan	0:12	325.00	65.00
10/14/03	JC Crouse	Sale of Company	Respond to due diligence information requests	0:32	325.00	173.33
10/14/03	JC Crouse	Sale of Company	Review and respond to various emails on due diligence requests and status	0:12	325.00	65.00
10/14/03	JC Crouse	Sale of Company	Work on completion of restructured business plan and report	2:30	325.00	812.50
10/14/03	JC Crouse	Sale of Company	Work on completion of restructured business plan and report	2:30	325.00	812.50
10/14/03	S. Avila	Sale of Company	Review draft letter to prospective investors.	0:12	475.00	95.00
10/14/03	S. Avila	Sale of Company	Telephone conversation with K. Montenaro re: potential investment in GMI	0:18	475.00	142.50
10/14/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: Forum License in UK.	0:12	475.00	95.00
10/14/03	S. Avila	Sale of Company	Telephone conversation with R. Williams (Kroll) re: UK licensee investment in GMI	0:24	475.00	190.00
10/14/03	S. Avila	Sale of Company	Telephone conversation with S. Michaels (GMI) re: due diligence requests and status thereof.	0:12	475.00	95.00
10/14/03	S. Avila	Sale of Company	Telephone conversation with S. Michaels (GMI) re: review investor tracking documents and outstanding due diligence requests.	0:30	475.00	237.50
10/15/03	JC Crouse	Sale of Company	Discussion with Joe Gallo on restructured publications business plan	0:18	325.00	97.50
10/15/03	JC Crouse	Sale of Company	Discussion with Mike McNicholas re meeting with Magna publishing	0:18	325.00	97.50
10/15/03	JC Crouse	Sale of Company	Review of subs and circulation restructured business plan	0:18	325.00	97.50
10/15/03	JC Crouse	Sale of Company	Work on completion of restructured business plan	0:54	325.00	292.50
10/15/03	JC Crouse	Sale of Company	Work on restructured business plan	2:18	325.00	747.50
10/15/03	S. Avila	Sale of Company	Review correspondence from A. Snyder (CRP) re: letter to prospective investors.	0:24	475.00	190.00
10/15/03	S. Avila	Sale of Company	Review correspondence from D. Ardi re: Offer to Purchase Forum License.	0:18	475.00	142.50
10/15/03	S. Avila	Sale of Company	Review correspondence from S. Michaels (CRP) re: Updated investor tracking.	0:12	475.00	95.00
10/15/03	S. Avila	Sale of Company	Telephone calls to various potential investors	0:42	475.00	332.50
10/16/03	JC Crouse	Sale of Company	Discussion with Jeff Lagrotte re restructured video business plan	0:36	325.00	195.00
10/16/03	JC Crouse	Sale of Company	Discussion with Joe Gallo re restructured publications business plan	1:48	325.00	585.00
10/16/03	JC Crouse	Sale of Company	Discussion with Rich McEntee re restructured publications business plan - advertising	0:54	325.00	292.50
10/16/03	JC Crouse	Sale of Company	Review and respond to various emails on due diligence requests and status	0:24	325.00	130.00
10/16/03	JC Crouse	Sale of Company	Work on restructured business plan	3:42	325.00	1,202.50
10/16/03	JC Crouse	Sale of Company	Work on restructured business plan - fresh start account rules	0:24	325.00	130.00
10/16/03	S. Avila	Sale of Company	Review correspondence from R. Williams re: Visit to NYC re: purchase of GMI	0:06	475.00	47.50
10/16/03	S. Avila	Sale of Company	Review correspondence from S. Michaels (GMI) re: information request from potential investor.	0:18	475.00	142.50
10/16/03	S. Avila	Sale of Company	Review proposal from UK Licensee to purchase GMI's assets.	0:36	475.00	285.00

Date	Name	Activity	Description	Time	Rate	Fee
10/17/03	JC Crouse	Sale of Company	Telecon with Scott Avila to discuss building plan of reorganization	0:18	325.00	97.50
10/17/03	JC Crouse	Sale of Company	Discussion with Jeff Lagrotte and Frank Devino re restructured video business plan	0:30	325.00	162.50
10/17/03	JC Crouse	Sale of Company	Discussion with Joe Gallo re restructured publications business plan	0:12	325.00	65.00
10/17/03	JC Crouse	Sale of Company	Work on restructured business plan	3:00	325.00	975.00
10/17/03	S. Avila	Sale of Company	Telephone conversation with C. Crouse (CRP) re: business plan.	0:18	475.00	142.50
10/17/03	S. Avila	Sale of Company	Review investor tracking and due diligence information.	0:24	475.00	190.00
10/17/03	S. Avila	Sale of Company	Telephone conversation with J. Naccarato (Cerberus) re: Status of Sale Process.	0:18	475.00	142.50
10/20/03	JC Crouse	Sale of Company	Develop restructured business plan	6:00	325.00	1,950.00
10/20/03	JC Crouse	Sale of Company	Discuss net restructured business plan w/Mike McNicholas	0:12	325.00	65.00
10/20/03	JC Crouse	Sale of Company	Discuss pub restructured business plan w/ Joe Gallo	0:24	325.00	130.00
10/20/03	JC Crouse	Sale of Company	Discuss video restructured business plan w/ Frank Devino	0:06	325.00	32.50
10/20/03	JC Crouse	Sale of Company	Discuss video restructured business plan w/ Jeff Lagrotte	0:12	325.00	65.00
10/20/03	S. Avila	Sale of Company	Draft correspondence to H. Halpner (GMI) re: information request from a potential investor.	0:18	475.00	142.50
10/20/03	S. Avila	Sale of Company	Draft correspondence to L. Sutter (GMI) re: Broadcast opportunity.	0:12	475.00	95.00
10/20/03	S. Avila	Sale of Company	Telephone call to B. Campbell (Playboy) re: status of interest on due diligence of GMI investment opportunity.	0:18	475.00	142.50
10/20/03	S. Avila	Sale of Company	Telephone conversation with D. Ardi re: status of interest of potential investment in GMI; and offer to purchase Forum in the UK	0:18	475.00	142.50
10/20/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial Capital) re: Status of LFP's interest in GMI	0:24	475.00	190.00
10/20/03	S. Avila	Sale of Company	Telephone conversation with L. Parreta re: potential investment in GMI.	0:12	475.00	95.00
10/20/03	S. Avila	Sale of Company	Telephone conversation with R. Williams (Kroll) re: UK Licensee status of investment in GMI	0:18	475.00	142.50
10/20/03	S. Avila	Sale of Company	Telephone conversation with L. Parreta re: various information requests and interest in GMI	0:18	475.00	142.50
10/21/03	JC Crouse	Sale of Company	Answer questions on Due Diligence request	0:36	325.00	195.00
10/21/03	JC Crouse	Sale of Company	Create presentation summary of base and restructured business plan	3:24	325.00	1,105.00
10/21/03	JC Crouse	Sale of Company	Restructured business plan	0:42	325.00	227.50
10/21/03	JC Crouse	Sale of Company	Restructured business plan	2:12	325.00	715.00
10/21/03	JC Crouse	Sale of Company	Review fresh start accounting guidelines for GMI balance sheet structure	0:48	325.00	260.00
10/21/03	S. Avila	Sale of Company	Discussions with H. Halpner (GMI) re: due diligence information requests.	0:24	475.00	190.00
10/21/03	S. Avila	Sale of Company	Discussions with J. Gallo (GMI) re: due diligence information requests.	0:36	475.00	285.00
10/21/03	S. Avila	Sale of Company	Meeting with representatives of the Score Group re: possible investment in GMI	2:06	475.00	997.50
10/21/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: misc. issues including update on meeting with Score Group.	0:18	475.00	142.50
10/21/03	S. Avila	Sale of Company	Various discussions with potential investors re: possible investment in GMI.	1:18	475.00	617.50

Date	Name	Activity	Description	Time	Rate	Fee
10/22/03	JC Crouse	Sale of Company	Make revisions to restructured business plan based on updated circulation actions and subscriptions projections	7:06	325.00	2,307.50
10/22/03	JC Crouse	Sale of Company	Meeting with Rich McEntee and Scott Avila on advertising projection in restructured business	0:30	325.00	162.50
10/22/03	JC Crouse	Sale of Company	Reorganization planning meeting with Scott Avila	0:18	325.00	97.50
10/22/03	JC Crouse	Sale of Company	Review of presentation on base case and restructured business plan with Scott Avila	0:36	325.00	195.00
10/22/03	JC Crouse	Sale of Company	Review of restructured business plan with Scott Avila	0:30	325.00	162.50
10/22/03	JC Crouse	Sale of Company	Telecon with Imperial Capital on Due Diligence information requests	0:42	325.00	227.50
10/22/03	S. Avila	Sale of Company	Draft correspondence to C. Prast (Private) re: status of sale process	0:18	475.00	142.50
10/22/03	S. Avila	Sale of Company	Review correspondence from D. Huse (Kroll) re: revised letter to GMI's bondholders.	0:24	475.00	190.00
10/23/03	A. Snyder	Sale of Company	Downloaded company information and made calls to prospective investors. Called Harris Publications, Conde Nast, Martin Kelter Vertag, Galaxy Publications, Haymarket Group, Editions Philippe and Excelsior Publications.	1:30	175.00	262.50
10/23/03	JC Crouse	Sale of Company	Due diligence discussion with David Hull	0:06	325.00	32.50
10/23/03	JC Crouse	Sale of Company	Meeting with Mike McNicholas re internet restructured business plan	0:24	325.00	130.00
10/23/03	S. Avila	Sale of Company	Telephone call to G. Gallen (reporter) re: status of GMI sale process.	0:12	475.00	95.00
10/23/03	S. Avila	Sale of Company	Review correspondence from S. Michaels (GMI) re: due diligence request.	0:06	475.00	47.50
10/23/03	S. Avila	Sale of Company	Telephone conversation with D. Ardi re: license or sale of Forum in the UK.	0:18	475.00	142.50
10/23/03	S. Avila	Sale of Company	Telephone conversation with S. Michaels re: response to due diligence requests, distribution of confidentiality agreements; and review of investor tracking.	0:18	475.00	142.50
10/23/03	S. Avila	Sale of Company	Telephone conversation with various potential investors.	0:36	475.00	285.00
10/24/03	JC Crouse	Sale of Company	Create draft plan of reorganization balance sheet structure	1:24	325.00	455.00
10/27/03	JC Crouse	Sale of Company	Base and restructured business plan projections modifications	5:12	325.00	1,690.00
10/27/03	JC Crouse	Sale of Company	Base and restructured projections review with Scott Avila	1:24	325.00	455.00
10/27/03	JC Crouse	Sale of Company	Respond to Due Diligence requests from LFP	0:18	325.00	97.50
10/27/03	JC Crouse	Sale of Company	Restructuring business plan review and update	0:36	325.00	195.00
10/27/03	JC Crouse	Sale of Company	Review restructured business plan for internet business with Mike McNicholas	0:18	325.00	97.50
10/27/03	JC Crouse	Sale of Company	Teleconference with LFP group on financials and analysis of business	1:30	325.00	487.50
10/27/03	S. Avila	Sale of Company	Draft correspondence to R. Feinstein (PSZYJW) re: Letter of interest from UK Licensee	0:12	475.00	95.00
10/27/03	S. Avila	Sale of Company	Draft correspondence to S. Michaels (GMI) re: K. Montenaro information request.	0:12	475.00	95.00
10/27/03	S. Avila	Sale of Company	Review correspondence from R. Feinstein (PSZYJW) re: draft of GMI asset purchase agreement.	0:12	475.00	95.00
10/27/03	S. Avila	Sale of Company	Review modifications to New Frontier CA and discuss with R. Feinstein (PSZYJW)	0:18	475.00	142.50
10/27/03	S. Avila	Sale of Company	Telephone conversation with counsel for New Frontier re: modifications to the CA	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
10/27/03	S. Avila	Sale of Company	Telephone conversation with B. Garfinkel re: status of his interest in GMI	0:12	475.00	95.00
10/27/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: review restructuring alternatives and timing; communication with Cerberus	0:18	475.00	142.50
10/27/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: status of New Frontier CA	0:06	475.00	47.50
10/27/03	S. Avila	Sale of Company	Telephone conversation with New Frontier's counsel re: revisions to CA	0:24	475.00	190.00
10/27/03	S. Avila	Sale of Company	Various telephone calls to parties interested in GMI	0:48	475.00	380.00
10/28/03	JC Crouse	Sale of Company	Meet with Kathy Fuchs on plans for restructuring internet group - HR related issues	0:30	325.00	162.50
10/28/03	JC Crouse	Sale of Company	Meet with LFP Group via conference call to review financials of the business and assist in their analysis	1:30	325.00	487.50
10/28/03	JC Crouse	Sale of Company	Meet with Mike McNicholas on plans for restructuring internet group	0:30	325.00	162.50
10/28/03	S. Avila	Sale of Company	Discussions with representatives of New Frontier Media re: GMI confidentiality agreement.	0:36	475.00	285.00
10/28/03	S. Avila	Sale of Company	Discussions with various potential parties interested in GMI's assets with respect confidentiality agreements.	0:30	475.00	237.50
10/28/03	S. Avila	Sale of Company	Review and revise investor tracking documentation.	0:24	475.00	190.00
10/28/03	S. Avila	Sale of Company	Review correspondence from R. Williams (Kroll) re: draft letter to bondholders.	0:12	475.00	95.00
10/28/03	S. Avila	Sale of Company	Review correspondence from S. Michaels (GMI) re: due diligence information request.	0:12	475.00	95.00
10/28/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: due diligence request and status of process.	0:30	475.00	237.50
10/28/03	S. Avila	Sale of Company	Telephone conversation with R. Williams (Kroll) re: Bondholders interest in providing transaction financing.	0:24	475.00	190.00
10/28/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: due diligence information.	0:36	475.00	285.00
10/28/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: review status of potential investors.	0:18	475.00	142.50
10/29/03	D. Dixon	Sale of Company	Adjust daily cash flow model and provide to potential buyer.	0:24	390.00	156.00
10/29/03	JC Crouse	Sale of Company	Discuss sale of business with Wellspring Capital	0:18	325.00	97.50
10/29/03	JC Crouse	Sale of Company	Respond to Due Diligence requests from LFP	0:24	325.00	130.00
10/29/03	S. Avila	Sale of Company	Review correspondence from L. Sutter (GMI) re: response to due diligence information request - job descriptions.	0:12	475.00	95.00
10/29/03	S. Avila	Sale of Company	Review correspondence from representatives of UK Licensee re: proposal to purchase GMI.	0:12	475.00	95.00
10/29/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: review status of parties interested in investing in GMI.	0:24	475.00	190.00
10/29/03	S. Avila	Sale of Company	Telephone conversation with representatives of New Frontier Media re: revisions to confidentiality agreement.	0:36	475.00	285.00
10/29/03	S. Avila	Sale of Company	Telephone conversations with various potential investors.	1:18	475.00	617.50
10/30/03	S. Avila	Sale of Company	Draft correspondence to R. Feinstein (PSZYJW) re: GMI's financial models.	0:12	475.00	95.00
10/30/03	S. Avila	Sale of Company	Draft correspondence to R. Feinstein (PSZYJW) re: various operating restructuring scenarios.	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
10/30/03	S. Avila	Sale of Company	Draft correspondence to S. Michaels (GMI) re: Wasserman due diligence	0:06	475.00	47.50
10/30/03	S. Avila	Sale of Company	Meeting with S. Wasserman re: due diligence on GMI	1:06	475.00	522.50
10/30/03	S. Avila	Sale of Company	Meeting with S. Wassermann re: meeting with GMI staff and organization of staff meetings.	0:42	475.00	332.50
10/30/03	S. Avila	Sale of Company	Review and revise investor tracking documentation.	0:24	475.00	190.00
10/30/03	S. Avila	Sale of Company	Review correspondence from C. Prast (Private) re: sale process.	0:06	475.00	47.50
10/30/03	S. Avila	Sale of Company	Review correspondence from R. Feinstein (PSZYJW) re: S. Wasserman due diligence	0:06	475.00	47.50
10/30/03	S. Avila	Sale of Company	Telephone conversation with Counsel for New Frontier Media re: Confidentiality Agreement.	0:30	475.00	237.50
10/30/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: status of interest in GMI and timing of process for offers.	0:24	475.00	190.00
10/30/03	S. Avila	Sale of Company	Telephone conversation with R. Williams (Kroll) re: meeting with Bondholders.	0:12	475.00	95.00
10/30/03	S. Avila	Sale of Company	Telephone conversation with R. Williams (Kroll) re: continue due diligence on GMI.	0:24	475.00	190.00
10/30/03	S. Avila	Sale of Company	Telephone conversation with representatives of Private Media re: status of interest in GMI and due diligence process.	0:18	475.00	142.50
10/31/03	JC Crouse	Sale of Company	Reply to Due Diligence Requests and inquiry from LFP	0:30	325.00	162.50
10/31/03	JC Crouse	Sale of Company	Review and Create Invoice for CRP, distribute to all parties (work completed on 10/22/03 and not billed at that time)	5:00	325.00	1,625.00
10/31/03	S. Avila	Sale of Company	Telephone conversations with various parties interested in investing in GMI	0:48	475.00	380.00
11/03/03	D. Dixon	Sale of Company	Research and respond to questions from A. Haworth (potential buyer).	0:24	390.00	156.00
11/03/03	S. Avila	Sale of Company	Discussions with G. Rojas (GMI) re: review status of international parties interested in investing GMI.	0:30	475.00	237.50
11/03/03	S. Avila	Sale of Company	Draft correspondence to J. Naccarato (Cerberus) re: meeting with UK licensee.	0:06	475.00	47.50
11/03/03	S. Avila	Sale of Company	Draft correspondence to R. Williams (Kroll) re: potential meeting next week in NY.	0:12	475.00	95.00
11/03/03	S. Avila	Sale of Company	Draft correspondence to UK Licensee re: meeting next week in NY>	0:12	475.00	95.00
11/03/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: review status of potential investors.	0:12	475.00	95.00
11/03/03	S. Avila	Sale of Company	Telephone conversations with various potential investors re: investment in GMI, status of process, due diligence.	0:48	475.00	380.00
11/03/03	S. Avila	Sale of Company	Telephone conversations with various potential investors.	1:30	475.00	712.50
11/04/03	S. Avila	Sale of Company	Draft correspondence to various parties re: meeting with UK Licensee - investment in GMI	0:12	475.00	95.00
11/04/03	S. Avila	Sale of Company	Review and revise investor tracking log	0:24	475.00	190.00
11/04/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: update on sale process and schedule for meeting with Bob	0:24	475.00	190.00
11/05/03	D. Dixon	Sale of Company	Research the potential purchasers for weekly cash report.	0:18	390.00	117.00
11/05/03	S. Avila	Sale of Company	Review and revise investor tracking log.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
11/05/03	S. Avila	Sale of Company	Telephone call with representatives of Kroll re: on-site visit the week of 11/10.	0:18	475.00	142.50
11/05/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: due diligence and status of sale process	0:36	475.00	285.00
11/05/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: schedule on site meetings, status of restructuring planning.	0:36	475.00	285.00
11/05/03	S. Avila	Sale of Company	Various conversations with potential investors.	0:54	475.00	427.50
11/06/03	S. Avila	Sale of Company	Review and revise investor tracking information.	0:36	475.00	285.00
11/06/03	S. Avila	Sale of Company	Review Magnum Proposal and distribute to R. Feinstein (PSZYJW)	0:30	475.00	237.50
11/06/03	S. Avila	Sale of Company	Telephone conversation with J. Naccarato (Cerberus) re: meetings with potential investors; review YTD financial performance	0:24	475.00	190.00
11/06/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: review Magnum offer.	0:12	475.00	95.00
11/06/03	S. Avila	Sale of Company	Various telephone conversations with potential investors.	0:48	475.00	380.00
11/10/03	JC Crouse	Sale of Company	Build bridge between historical financials and restructuring plans	0:30	325.00	162.50
11/10/03	JC Crouse	Sale of Company	Develop plans to address restructuring issues	0:48	325.00	260.00
11/10/03	JC Crouse	Sale of Company	Read and respond to emails on due diligence	0:36	325.00	195.00
11/10/03	S. Avila	Sale of Company	Telecon with Imperial Capital	0:12	325.00	65.00
11/10/03	S. Avila	Sale of Company	Discussions with J. Naccarato (Cerberus) re: status of sale process and preparation for meeting with UK Licensee.	0:36	475.00	285.00
11/10/03	S. Avila	Sale of Company	Discussions with R. Williams and D. Huse (Kroll) re: due diligence and tactics for investing in GMI	1:30	475.00	712.50
11/10/03	S. Avila	Sale of Company	Discussions with representatives of UK Licensee and Kroll re: acquisition of GMI	1:30	475.00	712.50
11/10/03	S. Avila	Sale of Company	Discussions with various representatives of UK Licensee, J. Naccarato (Cerberus) and R. Feinstein (PSZYJW) re: acquisition of GMI	2:00	475.00	950.00
11/10/03	S. Avila	Sale of Company	Review and revise potential investor tracking log.	0:18	475.00	142.50
11/10/03	S. Avila	Sale of Company	Telephone conversation with representatives of Magna Publishing re: offer to purchase Bondholders Notes	0:36	475.00	285.00
11/10/03	S. Avila	Sale of Company	Telephone conversation with S. Wasserman re: information request and schedule of on-site due diligence.	0:18	475.00	142.50
11/10/03	S. Avila	Sale of Company	Telephone conversations with various parties interested in investing in GMI re: status, due diligence requests.	0:24	475.00	190.00
11/11/03	JC Crouse	Sale of Company	Respond to due diligence requests	0:54	325.00	292.50
11/11/03	S. Avila	Sale of Company	Discussions with representatives of Kroll re: UK Licensee potential acquisition of GMI	0:42	475.00	332.50
11/11/03	S. Avila	Sale of Company	Draft correspondence to B. Vazoulas (GMI) re: on-site visit from S. Wasserman.	0:06	475.00	47.50
11/11/03	S. Avila	Sale of Company	Draft correspondence to S. Michaels (GMI) re: distribution of CA to potential investors.	0:12	475.00	95.00
11/11/03	S. Avila	Sale of Company	Review and revise potential investor tracking log	0:18	475.00	142.50
11/11/03	S. Avila	Sale of Company	Various telephone conversations with parties potentially interested in acquiring GMI..	0:36	475.00	285.00
11/12/03	S. Avila	Sale of Company	Discussions with S. Wasserman and other representatives of potential investor group re: on-site due diligence for November 12th and 13th.	0:36	475.00	285.00

Date	Name	Activity	Description	Time	Rate	Fee
11/12/03	S. Avila	Sale of Company	Draft correspondence to Private Media, R. Feinstein and J .Naccarato reschedule for Private Media on site due diligence.	0:24	475.00	190.00
11/12/03	S. Avila	Sale of Company	Review Imperial Capital information request with S. Michaels and draft correspondence to R. Feinstein (PSZYJW).	0:24	475.00	190.00
11/12/03	S. Avila	Sale of Company	Telephone conversation with C. Prast (Private Media) re: schedule and agenda for on-site meeting the week of November 24th.	0:36	475.00	285.00
11/12/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: schedule for on-site visits by Private and LFP; PSZYJW action items; restructuring strategy and tactics	0:30	475.00	237.50
11/12/03	S. Avila	Sale of Company	Telephone conversations with various potential investors re: status of sale process and on-site due diligence.	0:30	475.00	237.50
11/13/03	JC Crouse	Sale of Company	Telephone discussions with S. Avila (CRP) re: due diligence requests and financial projections.	0:18	325.00	97.50
11/13/03	JC Crouse	Sale of Company	Meeting with Wasserman and review of restructuring models	2:24	325.00	780.00
11/13/03	S. Avila	Sale of Company	Telephone discussions with C. Crouse (CRP) re: due diligence requests and financial projections.	0:18	475.00	142.50
11/13/03	S. Avila	Sale of Company	Telephone conversations with S. Michaels re: various due diligence requests, discussions with potential investors.	0:24	475.00	190.00
11/14/03	JC Crouse	Sale of Company	Provide answers to Due Diligence requests from Wasserman	0:30	325.00	162.50
11/14/03	S. Avila	Sale of Company	Telephone conversation with C Crouse (CRP) re: various due diligence requests.	0:12	475.00	95.00
11/14/03	S. Avila	Sale of Company	Telephone conversation with S. Michaels re: S. Wasserman due diligence requests.	0:18	475.00	142.50
11/14/03	S. Avila	Sale of Company	Telephone conversations with various potential investors.	0:18	475.00	142.50
11/15/03	S. Avila	Sale of Company	Review investor tracking log	0:24	475.00	190.00
11/15/03	S. Avila	Sale of Company	Review offer to purchase Penthouse assets from UK licensee.	0:18	475.00	142.50
11/15/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: S. Wasserman information requests.	0:12	475.00	95.00
11/15/03	S. Avila	Sale of Company	Telephone conversation with S. Michaels re: various due diligence requests.	0:12	475.00	95.00
11/15/03	S. Avila	Sale of Company	Various telephone calls to S Wasserman re: due diligence requests.	0:12	475.00	95.00
11/17/03	JC Crouse	Sale of Company	Collect and provide due diligence information for Wasserman	0:30	325.00	162.50
11/17/03	JC Crouse	Sale of Company	Telecon with JH Cohn on progress of potential investors	0:24	325.00	130.00
11/17/03	JC Crouse	Sale of Company	Telecon with Wasserman group on due diligence	0:45	325.00	243.75
11/17/03	S. Avila	Sale of Company	Review and respond to information request from Imperial Capital.	0:30	475.00	237.50
11/17/03	S. Avila	Sale of Company	Review and respond to information request from S. Wassermann.	0:18	475.00	142.50
11/17/03	S. Avila	Sale of Company	Review and revise Investor tracking information; review outstanding information requests and information requests log.	1:30	475.00	712.50
11/17/03	S. Avila	Sale of Company	Various telephone calls to potential investors	0:48	475.00	380.00
11/18/03	D. Dixon	Sale of Company	Meeting with potential buyer group regarding additional due diligence data.	2:18	390.00	897.00

Date	Name	Activity	Description	Time	Rate	Fee
11/18/03	D. Dixon	Sale of Company	Research and prepare responses to questions submitted by potential buyer of the company.	0:30	390.00	195.00
11/18/03	S. Avila	Sale of Company	Discussions with representatives of the Score Group re: due diligence on GMI	0:36	475.00	285.00
11/18/03	S. Avila	Sale of Company	Meeting with representatives of the Score Group	0:48	475.00	380.00
11/18/03	S. Avila	Sale of Company	Review and revise investor tracking schedule	0:24	475.00	190.00
11/18/03	S. Avila	Sale of Company	Review and revise on-site meeting schedules for groups scheduled to be on site week of 11/17 and 11/24.	0:42	475.00	332.50
11/18/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: information request and on-site meeting scheduled for 11/19.	0:30	475.00	237.50
11/18/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: schedule of potential investor meetings	0:18	475.00	142.50
11/18/03	S. Avila	Sale of Company	Various telephone conversations with parties interested in investing in GMI	0:48	475.00	380.00
11/18/03	S. Avila	Sale of Company	Various telephone conversations with potential investors in GMI re: due diligence requests and status of sale process.	0:48	475.00	380.00
11/19/03	S. Avila	Sale of Company	Discussions with representatives of LFP and Imperial re: status of restructuring process and operating issues.	0:42	475.00	332.50
11/19/03	S. Avila	Sale of Company	Discussions with representatives of LFP and Imperial Capital re: information request.	0:36	475.00	285.00
11/19/03	S. Avila	Sale of Company	Discussions with representatives of LFP and Imperial Capital re: purchase of GMI assets.	0:54	475.00	427.50
11/19/03	S. Avila	Sale of Company	Discussions with representatives of the Huff Alternative Fund re: investment in GMI	0:36	475.00	285.00
11/19/03	S. Avila	Sale of Company	Review due diligence requests from parties interested in investing in GMI	0:24	475.00	190.00
11/19/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: agenda for on-site meeting week of 11/24.	0:18	475.00	142.50
11/19/03	S. Avila	Sale of Company	Telephone conversation with representatives of the Score Group re: due diligence request and agenda for on-site meeting.	0:18	475.00	142.50
11/20/03	D. Dixon	Sale of Company	Research and provide data to potential buyers as they complete their due diligence.	0:24	390.00	156.00
11/20/03	JC Crouse	Sale of Company	Telecon with Wasserman group on due diligence	1:00	325.00	325.00
11/20/03	S. Avila	Sale of Company	Discussions with R. Feinstein (PSZYJW) and representatives of LFP and Imperial Capital re: sale of GMI assets and review due diligence requests.	1:30	475.00	712.50
11/20/03	S. Avila	Sale of Company	Review and compile information pursuant C. Prast information request.	0:18	475.00	142.50
11/20/03	S. Avila	Sale of Company	Review and compile information pursuant S. Wasserman information request.	0:24	475.00	190.00
11/20/03	S. Avila	Sale of Company	Review and revise due diligence requests	0:30	475.00	237.50
11/20/03	S. Avila	Sale of Company	Review and revise potential investor tracking schedule.	0:18	475.00	142.50
11/20/03	S. Avila	Sale of Company	Review information request from the Score Group.	0:30	475.00	237.50
11/20/03	S. Avila	Sale of Company	Review information request from M. Bell re: Guccione compensation; and discuss with S. Michael	0:30	475.00	237.50
11/20/03	S. Avila	Sale of Company	Review issues pertaining to the NTS contract pursuant to request from potential investors.	0:30	475.00	237.50
11/20/03	S. Avila	Sale of Company	Telephone conversation with C. Zucker (JHC) re: Curtis claim.	0:18	475.00	142.50
11/20/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: due diligence requests.	0:18	475.00	142.50

Date	Name	Activity	Description	Time	Rate	Fee
11/20/03	S. Avila	Sale of Company	Telephone conversations with various parties interested in purchasing the GMI assets.	0:36	475.00	285.00
11/21/03	S. Avila	Sale of Company	Draft e-mail correspondence to R. Feinstein (PSZYJW) re: due diligence requests by S. Wasserman.	0:18	475.00	142.50
11/21/03	S. Avila	Sale of Company	Review status of various outstanding information requests.	0:30	475.00	237.50
11/21/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: due diligence request and agenda for meeting next week.	0:30	475.00	237.50
11/23/03	S. Avila	Sale of Company	Review and respond to correspondence from the Score Group re: information requests.	0:24	475.00	190.00
11/23/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: sale of McKay Bonds and impact on restructuring.	0:30	475.00	237.50
11/23/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: on-site meeting on 11/24 and sale of McKay bonds.	0:24	475.00	190.00
11/24/03	JC Crouse	Sale of Company	Meeting with GMI Staff on Bond purchase and implications	1:00	325.00	325.00
11/24/03	JC Crouse	Sale of Company	Due Diligence questions - Wasserman group	0:54	325.00	292.50
11/24/03	S. Avila	Sale of Company	Discussions with representatives in Beate Uhse re: due diligence review of GMI financials and operations.	0:48	475.00	380.00
11/24/03	S. Avila	Sale of Company	Discussions with representatives of Beate Uhse re: purchase of GMI's assets.	0:48	475.00	380.00
11/24/03	S. Avila	Sale of Company	Meeting with representative of M. Bell Capital re: due diligence process.	0:42	475.00	332.50
11/24/03	S. Avila	Sale of Company	Telephone conversation of R. Feinstein (PSZYJW) re: discussions with M. Bell; DIP covenants and associated waiver discussions; case strategy	0:36	475.00	285.00
11/24/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: information request and possible impact on sale process due to sale of bonds.	0:18	475.00	142.50
11/24/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: sale of McKay bonds and potential impact on sale process.	0:36	475.00	285.00
11/24/03	S. Avila	Sale of Company	Telephone conversation with M. Bell re: on-site meeting.	0:12	475.00	95.00
11/24/03	S. Avila	Sale of Company	Telephone conversation with M. Lui re: due diligence request and status of sale process.	0:24	475.00	190.00
11/24/03	S. Avila	Sale of Company	Telephone conversation with representatives of Beate Uhse re: due diligence requests and status of restructuring process.	0:30	475.00	237.50
11/24/03	S. Avila	Sale of Company	Telephone conversation with S. Wasserman re: information request	0:18	475.00	142.50
11/25/03	JC Crouse	Sale of Company	Due Diligence discussion with E&Y Consultants	0:48	325.00	260.00
11/25/03	JC Crouse	Sale of Company	Due Diligence request for Charles Prast	0:18	325.00	97.50
11/25/03	JC Crouse	Sale of Company	Meeting with Charles Prast	0:48	325.00	260.00
11/25/03	JC Crouse	Sale of Company	Telecon with Wasserman Group	0:30	325.00	162.50
11/25/03	S. Avila	Sale of Company	Discussions with C. Prast re: status of Beate Uhse interest in GMI and possible restructuring scenarios.	0:24	475.00	190.00
11/25/03	S. Avila	Sale of Company	Discussions with C. Zucker (JHC) re: status of Beate Uhse and their interest in GMI	0:18	475.00	142.50
11/25/03	S. Avila	Sale of Company	Discussions with representatives of Beate Uhse, C. Zucker (JHC) and representatives of Clifford Paper as Chairman of the UCC re: Beate Uhse interest in GMI	0:36	475.00	285.00
11/25/03	S. Avila	Sale of Company	Meeting with representatives of Beate Uhse re: status of sale process, due diligence requests.	0:24	475.00	190.00

Date	Name	Activity	Description	Time	Rate	Fee
11/25/03	S. Avila	Sale of Company	Meeting with representatives of Beate Uhse re: due diligence process; status of sale; and potential meetings with the UCC and Cerberus	0:30	475.00	237.50
11/25/03	S. Avila	Sale of Company	Telephone conversation with D. Huse (Kroll) re: status of sale process.	0:18	475.00	142.50
11/25/03	S. Avila	Sale of Company	Telephone conversation with J. Naccarato (Cerberus) re: meeting with Beate Uhse	0:12	475.00	95.00
11/25/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: restructuring strategy - M. Bell's interest in GMI	0:18	475.00	142.50
11/25/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: sale process; DIP covenant, waiver from DIP lenders.	0:18	475.00	142.50
11/25/03	S. Avila	Sale of Company	Telephone conversation with representative of S. Wasserman re: due diligence requests; status of sale process.	0:36	475.00	285.00
11/25/03	S. Avila	Sale of Company	Telephone conversation with S. Wasserman re: information request	0:12	475.00	95.00
11/25/03	S. Avila	Sale of Company	Telephone conversation with J. McNamara (Imperial) re: status of sale process.	0:24	475.00	190.00
11/25/03	S. Avila	Sale of Company	Telephone conversations with Dan of M. Bell Capital re: due diligence requests and discussions regarding GMI's operations.	0:36	475.00	285.00
11/25/03	S. Avila	Sale of Company	Telephone conversations with potential investors in GMI re: status of sale proceedings.	0:18	475.00	142.50
11/25/03	S. Avila	Sale of Company	Telephone conversations with M. Stevens re: interest in purchasing GMI assets.	0:24	475.00	190.00
11/26/03	S. Avila	Sale of Company	Create copies of due diligence information on CD	0:36	475.00	285.00
11/26/03	S. Avila	Sale of Company	Discussions with E&Y re: due diligence requests	0:54	475.00	427.50
11/26/03	S. Avila	Sale of Company	Discussions with representatives of E&Y re: due diligence requests	0:30	475.00	237.50
11/26/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status of Beate Uhse's interest in GMI and due diligence requests.	0:24	475.00	190.00
11/26/03	S. Avila	Sale of Company	Telephone conversation with C. Zucker (JHC) re: status of Beate Uhse's interest in GMI	0:18	475.00	142.50
11/26/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: status of DIP waive discussions with Cerberus; sale strategy with M. Bell; DIP financing by M. Bell.	0:36	475.00	285.00
11/26/03	S. Avila	Sale of Company	Various telephone conversations with potential investors re: status of restructuring activities and due diligence requests.	0:36	475.00	285.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with representative of J. Golding re: asset sale	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with D. Huse (Kroll) re: status of sale process.	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status of sale process	0:18	475.00	142.50
12/1/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: status of sales process.	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Discussions with M. Stevens re: potential interest in GMI	0:30	475.00	237.50
12/1/03	S. Avila	Sale of Company	Telephone conversations with Marc Bell and D. Staton re: due diligence process	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status and process of sales efforts.	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: sales process	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
12/1/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: sale of Cerberus bonds	0:24	475.00	190.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with representatives of E&Y re: tax due diligence	0:30	475.00	237.50
12/1/03	S. Avila	Sale of Company	Telephone conversation with counsel for potential investor re: sale of bonds	0:18	475.00	142.50
12/1/03	S. Avila	Sale of Company	Telephone conversation with representatives for Beate Uhse re: due diligence requests.	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with J. Naccarato (Cerberus) re: sale of bonds	0:18	475.00	142.50
12/1/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: sale of Cerberus bonds	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: purchase of Cerberus bonds	0:12	475.00	95.00
12/1/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein purchase of Cerberus bonds by M. Bell	0:18	475.00	142.50
12/1/03	S. Avila	Sale of Company	Review and distribute E&Y information request	0:30	475.00	237.50
12/1/03	S. Avila	Sale of Company	Telephone conversation with A. Obberman re: status of sale process	0:18	475.00	142.50
12/1/03	S. Avila	Sale of Company	Telephone conversation with representative of M Bell Capital re: due diligence process	0:18	475.00	142.50
12/2/03	S. Avila	Sale of Company	Discussions with representatives of the Score Group re: due diligence, sale of bonds, status of sale proceedings.	0:48	475.00	380.00
12/2/03	S. Avila	Sale of Company	Review and distribute information request from Scroe Group	0:24	475.00	190.00
12/2/03	S. Avila	Sale of Company	Review and distribute information request from E&Y	0:24	475.00	190.00
12/2/03	S. Avila	Sale of Company	Discussions with the Score Group re: sales process; status of bondholders.	0:36	475.00	285.00
12/2/03	S. Avila	Sale of Company	Various telephone calls to potential investors re: status of sales process.	0:42	475.00	332.50
12/2/03	S. Avila	Sale of Company	Review and revise investor tracking information	0:12	475.00	95.00
12/2/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: progress on sales process; due diligence requests	0:36	475.00	285.00
12/3/03	D. Dixon	Sale of Company	Provide due diligence support to team from Beate Uhse.	0:12	390.00	78.00
12/3/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status of sales process;	0:24	475.00	190.00
12/3/03	S. Avila	Sale of Company	Meeting with S. Siegel (representative of J. Goldings) re: status of sales process	0:36	475.00	285.00
12/3/03	S. Avila	Sale of Company	Review and distribute E&Y information request	0:36	475.00	285.00
12/3/03	S. Avila	Sale of Company	Discussions with K. Fuchs re: M. Bell due diligence requests.	0:24	475.00	190.00
12/4/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: status of C. Prast interest in organization.	0:18	475.00	142.50
12/4/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re update on C. Prast offer	0:18	475.00	142.50
12/4/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: review of Beate Uhse's latest offer.	0:12	475.00	95.00
12/5/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: purchase of bonds by M Bell Capital.	0:18	475.00	142.50
12/5/03	S. Avila	Sale of Company	Discussions with C. Zucker (JHC) re: status of Beate Uhse's interest.	0:12	475.00	95.00
12/8/03	D. Dixon	Sale of Company	Return call to R. Mitra regarding general operations issues.	0:12	390.00	78.00
12/8/03	S. Avila	Sale of Company	Telephone conversation with	0:12	475.00	95.00

Date	Name	Activity	Description	Time	Rate	Fee
12/8/03	S. Avila	Sale of Company	Review and modify investor tracking detail ; and informational requests.	0:36	475.00	285.00
12/8/03	S. Avila	Sale of Company	Telephone conversation with various potential investors re: status of sale process	0:42	475.00	332.50
12/8/03	S. Avila	Sale of Company	Telephone conversation with D. Staton (M Bell Capital) re: due diligence requests	0:48	475.00	380.00
12/9/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status of sale process; and continued interest by Beate Uhse.	0:30	475.00	237.50
12/9/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: status of Beate Uhse.	0:18	475.00	142.50
12/9/03	S. Avila	Sale of Company	Review and distribute Beate Uhse information request.	0:24	475.00	190.00
12/9/03	S. Avila	Sale of Company	Draft correspondence in response to Beate Uhse information request.	0:18	475.00	142.50
12/9/03	S. Avila	Sale of Company	Telephone conversation with Rob Feinstein (PSZYJW) re: Beate Uhse's interest in GMI.	0:12	475.00	95.00
12/9/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status of Beate Uhse's interest in GMI.	0:30	475.00	237.50
12/9/03	S. Avila	Sale of Company	Telephone conversation with M. Bell re: meeting regarding due diligence requests, meeting with GMI management and hearing on 12/10/03	0:30	475.00	237.50
12/9/03	S. Avila	Sale of Company	Telephone conversation with D. Stanton re: due diligence requests and meeting with GMI management	0:30	475.00	237.50
12/10/03	JC Crouse	Sale of Company	Executory Contract review with Mark Bell Capital	1:48	325.00	585.00
12/10/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: status of hearing on DIP financing and exclusivity	0:18	475.00	142.50
12/11/03	JC Crouse	Sale of Company	Answer Due Diligence questions from Mark Bell Capital	2:00	325.00	650.00
12/11/03	JC Crouse	Sale of Company	Meeting with Mark Bell Capital to answer questions on Executory Contracts	1:00	325.00	325.00
12/11/03	JC Crouse	Sale of Company	Investigate answers to questions from meeting with Mark Bell Capital to answer questions on Executory Contracts	1:00	325.00	325.00
12/11/03	S. Avila	Sale of Company	Telephone conversation with R. Feinstein (PSZYJW) re: update on changes to disclosure statement	0:24	475.00	190.00
12/11/03	S. Avila	Sale of Company	Meeting with D. Stratton (Bell Capital) re: due diligence	1:30	475.00	712.50
12/11/03	S. Avila	Sale of Company	Meeting with M. Bell re: due diligence	0:54	475.00	427.50
12/11/03	S. Avila	Sale of Company	Discussions with M. Bell Capital re: due diligence information	0:36	475.00	285.00
12/11/03	S. Avila	Sale of Company	Telephone conversation with representative of S. Wasserman group re: status of restructuring process.	0:24	475.00	190.00
12/12/03	S. Avila	Sale of Company	Telephone conversation with C. Prast re: continued interest in GMI.	0:24	475.00	190.00
12/12/03	S. Avila	Sale of Company	Review schedule detailing request for return of due diligence material.	0:18	475.00	142.50
12/15/03	D. Dixon	Sale of Company	Transition time with staff.	5:00	390.00	1,950.00
12/15/03	D. Dixon	Sale of Company	Transition time with Seneca Financial Group and R. Feinstein.	2:00	390.00	780.00
12/15/03	JC Crouse	Sale of Company	Transition meeting with Pachulski	1:30	325.00	487.50
12/15/03	S. Avila	Sale of Company	Telephone calls with various potential investors re: transition of CRP	0:42	475.00	332.50
<b>Sale of Company Total</b>				<b>456.87</b>		<b>152,410.41</b>
08/12/03	D. Dixon	Travel	Travel time from Dallas to New York	5:00	195.00	975.00

Date	Name	Activity	Description	Time	Rate	Fee
08/15/03	D. Dixon	Travel	Travel time from New York to Dallas	5:00	195.00	975.00
08/15/03	S. Avila	Travel	Travel from NY to Los Angeles	8:00	237.50	1,900.00
08/17/03	D. Dixon	Travel	Travel from Dallas to New York, not charged in lieu of airline ticket from Dallas to Portland.	5:00	195.00	975.00
08/17/03	S. Avila	Travel	Travel from Los Angeles to New York	9:00	237.50	2,137.50
08/18/03	JC Crouse	Travel	Travel Chsn - LGA	4:30	162.50	731.25
08/21/03	D. Dixon	Travel	Travel to Portland	9:00	195.00	1,755.00
08/21/03	S. Avila	Travel	Travel from JFK to Los Angeles	8:00	237.50	1,900.00
08/22/03	JC Crouse	Travel	Travel from LGA - Chsn	3:30	162.50	568.75
08/24/03	S. Avila	Travel	Travel from San Francisco to New York	7:00	237.50	1,662.50
08/25/03	JC Crouse	Travel	Travel from Chsn to LGA	3:30	162.50	568.75
08/26/03	A. Snyder	Travel	Travel time at half time.	9:00	87.50	787.50
08/29/03	A. Snyder	Travel	Travel time at half time.	9:00	87.50	787.50
08/29/03	D. Dixon	Travel	Travel from NYC to Dallas	5:00	195.00	975.00
08/29/03	D. Dixon	Travel	Travel from Portland to NYC	9:00	195.00	1,755.00
08/29/03	JC Crouse	Travel	Travel from LGA - Chsn	4:00	162.50	650.00
08/29/03	S. Avila	Travel	Travel from New York to Long Beach - 8/29/03	7:30	237.50	1,781.25
09/01/03	D. Dixon	Travel	Travel from Dallas to New York	6:00	195.00	1,170.00
09/01/03	S. Avila	Travel	Travel from Long Beach to JFK	7:00	237.50	1,662.50
09/01/03	S. Avila	Travel	Travel from Los Angeles to JFK	8:00	237.50	1,900.00
09/02/03	A. Snyder	Travel	Travel time from San Diego to NYC	7:00	87.50	612.50
09/03/03	JC Crouse	Travel	Travel from Chsn to LGA	4:00	162.50	650.00
09/05/03	D. Dixon	Travel	Travel to and from Cerberus offices to meet with Joe N.	1:00	195.00	195.00
09/07/03	A. Snyder	Travel	Travel time JFK to San Diego.	7:00	87.50	612.50
09/11/03	S. Avila	Travel	Travel from JFK to Long Beach	7:00	237.50	1,662.50
09/12/03	JC Crouse	Travel	Travel from LGA to Chsn	4:00	162.50	650.00
09/14/03	S. Avila	Travel	Travel from residence to NY	7:30	237.50	1,781.25
09/15/03	JC Crouse	Travel	Travel from Chsn to GMI Office	4:00	162.50	650.00
09/15/03	JC Crouse	Travel	Travel from Hotel to Home	4:30	162.50	731.25
09/18/03	D. Dixon	Travel	Travel from EWR to DFW	5:00	195.00	975.00
09/18/03	S. Avila	Travel	Travel from NY to Las Vegas	6:30	237.50	1,543.75
09/21/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
09/21/03	S. Avila	Travel	Travel from Los Angeles to JFK	7:30	237.50	1,781.25
09/23/03	JC Crouse	Travel	Travel from Chsn to GMI Office	5:30	162.50	893.75
09/26/03	D. Dixon	Travel	Travel from EWR to DFW	4:00	195.00	780.00
09/26/03	JC Crouse	Travel	Travel from GMI Office to Chsn	4:30	162.50	731.25
09/26/03	S. Avila	Travel	Travel from JFK to Long Beach	7:30	237.50	1,781.25
09/28/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
09/28/03	S. Avila	Travel	Travel from residence to NY	0:30	237.50	118.75
09/29/03	JC Crouse	Travel	Travel from Home to GMI Office	4:00	162.50	650.00
10/02/03	D. Dixon	Travel	Travel from NYC to DFW	5:00	195.00	975.00
10/03/03	JC Crouse	Travel	Travel from GMI Office to Home	4:30	162.50	731.25
10/04/03	S. Avila	Travel	Travel from NY to San Francisco	7:30	237.50	1,781.25
10/05/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
10/05/03	S. Avila	Travel	Travel from San Francisco to New York	7:30	237.50	1,781.25
10/06/03	JC Crouse	Travel	Travel from Chsn - LGA GMI Office	4:06	162.50	666.25
10/09/03	D. Dixon	Travel	Travel from NYC to DFW	5:00	195.00	975.00
10/09/03	S. Avila	Travel	Travel from New York to San Francisco	7:30	237.50	1,781.25
10/10/03	JC Crouse	Travel	Travel from LGA to Chsn	4:30	162.50	731.25
10/12/03	D. Dixon	Travel	Travel from DFW to NYC	6:00	195.00	1,170.00
10/14/03	JC Crouse	Travel	Travel from home to GMI office	4:00	162.50	650.00
10/16/03	D. Dixon	Travel	Travel from EWR to DFW	5:00	195.00	975.00
10/17/03	JC Crouse	Travel	Travel from GMI office to home	4:00	162.50	650.00
10/19/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
10/19/03	S. Avila	Travel	Travel from Los Angeles to New York	7:00	237.50	1,662.50
10/20/03	JC Crouse	Travel	Travel from Chsn to GMI office	4:00	162.50	650.00

Date	Name	Activity	Description	Time	Rate	Fee
10/24/03	D. Dixon	Travel	Travel from NYC to DFW	5:00	195.00	975.00
10/24/03	JC Crouse	Travel	Travel from GMI to Home	4:30	162.50	731.25
10/26/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
10/26/03	S. Avila	Travel	Travel from Long Beach to JFK	8:00	237.50	1,900.00
10/27/03	JC Crouse	Travel	Travel from Chsn to GMI Office	4:15	162.50	690.63
10/30/03	D. Dixon	Travel	Travel from NYC to DFW	5:00	195.00	975.00
10/31/03	JC Crouse	Travel	Travel from GMI Office to Chsn	4:00	162.50	650.00
10/31/03	S. Avila	Travel	Travel from NY to residence in Los Angeles	8:00	237.50	1,900.00
11/02/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
11/02/03	S. Avila	Travel	Travel from LA to New York	7:30	237.50	1,781.25
11/06/03	D. Dixon	Travel	Travel from NYC to DFW.	6:00	195.00	1,170.00
11/07/03	S. Avila	Travel	Travel from NY to Long Beach	7:30	237.50	1,781.25
11/09/03	D. Dixon	Travel	Travel from DFW to NYC.	5:00	195.00	975.00
11/09/03	S. Avila	Travel	Travel from residence in Los Angeles to NY	7:30	237.50	1,781.25
11/10/03	JC Crouse	Travel	Travel from Chsn to GMI Offices	4:30	162.50	731.25
11/12/03	S. Avila	Travel	Travel from NY to Los Angeles	8:30	237.50	2,018.75
11/13/03	D. Dixon	Travel	Travel from EWR to DFW	6:00	195.00	1,170.00
11/14/03	JC Crouse	Travel	Travel from GMI Offices	2:30	162.50	406.25
11/16/03	D. Dixon	Travel	Travel from DFW to NYC	5:00	195.00	975.00
11/16/03	JC Crouse	Travel	Travel from Pennsylvania to Hotel	3:00	162.50	487.50
11/16/03	S. Avila	Travel	Travel from residence to NY	7:30	237.50	1,781.25
11/20/03	D. Dixon	Travel	Travel from NYC to DFW	5:00	195.00	975.00
11/21/03	JC Crouse	Travel	Travel from Hotel to Chsn	4:30	162.50	731.25
11/21/03	S. Avila	Travel	Travel from NY to Los Angeles	7:30	237.50	1,781.25
11/23/03	S. Avila	Travel	Travel from residence to NY	7:30	237.50	1,781.25
11/24/03	JC Crouse	Travel	Travel from Chsn to GMI Offices	4:00	162.50	650.00
11/26/03	JC Crouse	Travel	Travel from GMI Offices to Chsn	4:30	162.50	731.25
11/26/03	S. Avila	Travel	Travel from NY to Los Angeles	7:30	237.50	1,781.25
12/1/03	D. Dixon	Travel	Travel from DFW to NYC	6:00	195.00	1,170.00
12/1/03	JC Crouse	Travel	Travel from Chsn to GMI Office	4:00	162.50	650.00
12/3/03	S. Avila	Travel	Travel from New York to Long Beach	8:00	237.50	1,900.00
12/4/03	D. Dixon	Travel	Travel from NYC to DFW.	5:00	195.00	975.00
12/5/03	JC Crouse	Travel	Travel from NYC to Chsn	4:30	162.50	731.25
12/7/03	D. Dixon	Travel	Travel from DFW to EWR	6:00	195.00	1,170.00
12/7/03	S. Avila	Travel	Travel from Los Angeles to New York	7:30	237.50	1,781.25
12/8/03	JC Crouse	Travel	travel from Chan to GMI Offices	4:15	162.50	690.63
12/11/03	JC Crouse	Travel	Travel from GMI Offices to Chsn	4:30	162.50	731.25
12/15/03	JC Crouse	Travel	Travel from Chsn to GMI office	4:30	162.50	731.25
12/16/03	D. Dixon	Travel	Travel from NYC to DFW	6:00	195.00	1,170.00
12/17/03	JC Crouse	Travel	NYC to Chsn	4:30	162.50	731.25
12/17/03	S. Avila	Travel	Travel from New York to Los Angeles	7:30	237.50	1,781.25
<b>Travel Total</b>				<b>550.60</b>		<b>108,972.51</b>
<b>Grand Total</b>				<b>3,015.83</b>		<b>1,046,436.00</b>

# **EXHIBIT C**

**GENERAL MEDIA, INC., ET AL.**  
**CRP SERVICES, LLC**  
**FEE SUMMARY**  
**AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

<b>Name</b>	<b>Reg. Hours</b>	<b>Reg. Rate</b>	<b>Regular Fees</b>	<b>Travel Hours</b>	<b>Travel Rate</b>	<b>Travel Fees</b>	<b>Total Hours</b>	<b>Blended Rate</b>	<b>Total Fees</b>
<b>A. Snyder</b>	139.00	175.00	24,325.00	32.00	87.50	2,800.00	171.00	158.63	27,125.00
<b>D. Dixon</b>	778.73	390.00	303,706.00	165.00	195.00	32,175.00	943.73	355.91	335,881.00
<b>JC Crouse</b>	757.64	325.00	246,219.99	133.06	162.50	21,628.76	890.70	300.72	267,848.75
<b>S. Avila</b>	765.10	475.00	363,212.50	220.50	237.50	52,368.75	985.60	421.65	415,581.25
<b>W. Snyder</b>	0.00	475.00	0.00	0.00	237.50	0.00	0.00	475.00	0.00
<b>Grand Total</b>	<b>2,440.47</b>	<b>384.13</b>	<b>937,463.49</b>	<b>550.56</b>	<b>197.93</b>	<b>108,972.51</b>	<b>2,991.03</b>	<b>349.86</b>	<b>1,046,436.00</b>

# **EXHIBIT D**

**GENERAL MEDIA, INC., ET AL.  
CRP SERVICES, LLC  
DISBURSEMENT SCHEDULE  
AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

<b>EXPENSE DESCRIPTION</b>	<b>TOTAL</b>
Airfare	34,805.05
Ground Transportation	8,147.25
Lodging	49,140.86
Mail/Postage	883.51
Meals	12,274.12
Miscellaneous	265.05
Phone	428.90
Supplies	559.89
Attorneys' Fees	65,082.00
Admin – Credit	(1,260.00)
<b>Total</b>	<b>\$170,326.63</b>

# **EXHIBIT E**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x  
In re: : Chapter 11  
: Case No. 03-15078 (SMB)  
GENERAL MEDIA, INC., et al., :  
: (Jointly Administered)  
Debtors. :  
-----x

**ORDER GRANTING APPLICATION OF CRP SERVICES, LLC AS  
INDEPENDENT CONTRACTOR PROVIDING MANAGEMENT SERVICES  
FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR FINAL  
ALLOWANCE AND AWARD OF COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR SERVICES RENDERED DURING THE PERIOD  
AUGUST 12, 2003 THROUGH DECEMBER 19, 2003**

Upon consideration of the Application, dated October 22, 2004 (the “Application”), of CRP Services, LLC (“CRP” or the “Applicant”), Independent Contractor for the Debtor and Debtors in Possession, for Final Allowance of Compensation and for the Reimbursement of Expenses for Services Rendered During the Period from August 12, 2003 through December 19, 2003 (the “Application Period”); and the Court having considered the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996; and the Court having jurisdiction to consider the relief requested in the Application pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby,

ORDERED that, pursuant to section 330 of the Bankruptcy Code, the Application is GRANTED; and it is further

ORDERED that the Applicant is hereby allowed and awarded \$1,046,436.00 for compensation for professional services rendered to the Debtors during the Application Period, as well as compensation for the performance of professional services during the course of preparing the First Interim Application, as defined in the Application; and it is further

ORDERED that the Applicant is hereby allowed final reimbursement of its out-of-pocket expenses incurred in connection with the rendering of such services during the Application Period and in connection with the preparation and prosecution of the First Interim Application and this Application, in the amount of \$170,326.63 and such additional expenses, including legal fees, as shall be incurred by CRP in connection with the preparation and prosecution of this Application; and it is further

ORDERED that the Debtors are hereby authorized and directed to pay the Applicant the fees and expenses awarded herein.

Dated: \_\_\_\_\_, 2004  
New York, New York

---

HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE

Fred S. Hodara  
Kenneth A. Davis  
Akin Gump Strauss Hauer & Feld LLP  
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(212) 872-1000 (Telephone)  
(212) 872-1002 (Facsimile)

Counsel to CRP Services, LLC, Former Chief Restructuring  
Officer for the Debtor and Debtors in Possession

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re: : Chapter 11  
: Case No. 03-15078 (SMB)  
GENERAL MEDIA, INC., et al., :  
Debtors. : (Jointly Administered)  
-----X

**CERTIFICATION OF SERVICE**

I, KENNETH A. DAVIS, certify as follows:

1. I am an attorney at the law firm of Akin Gump Strauss Hauer & Feld LLP,  
Counsel to CRP Services, LLC, Former Chief Restructuring Officer for the Debtors and  
Debtors in Possession.

2. On October 22, 2004, I caused the Application of CRP Services, LLC, as  
Independent Contractor Providing Management Services for the Debtor and Debtors in  
Possession, for Final Allowance of Compensation and Reimbursement of Expenses for  
Services Rendered During the period August 12, 2003 through December 19, 2003 (the  
“Final Fee Application”) to be served via hand delivery on the following:

Honorable Stuart M. Bernstein  
United States Bankruptcy Court  
Southern District of New York

1 Bowling Green  
New York, New York 10004-1048

3. I also certify that on October 22, 2004, I caused the Final Fee Application to be served on the parties on the attached service list via first class mail. Under penalty of perjury, I declare that the foregoing is true and correct.

Dated: October 22, 2004

/s/ Kenneth A. Davis  
Kenneth A. Davis  
**AKIN GUMP STRAUSS HAUER & FELD LLP**  
590 Madison Avenue  
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